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DUNGEON

ISSUE 134 • MAY 2006

AGE OF WORMS

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ISSUE #134 MAY 2006 VOLUME 20, NO 5

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AGE OF WORMS ADVENTURE PATH

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James Jacobs
If the PCs are to avert the Age of Worms, they must invade the heartland of Kyuss' power, the Wormcrawl Fissure, and destroy one of the world's most powerful dracoliches before the Wormgod awakens. An Age of Worms Adventure Path scenario for 19th-level characters.

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Something vile has transformed a sleepy rural village—the locals have become monsters, and the only survivors are insane. Can the PCs unravel the mystery before a troupe of sinister bards plunges the heart of an unsuspecting city into the Far Realm? A D&D adventure for 9th-level characters.

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Dan Scott gives us Dragotha, the original undead dragon.

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"And now I heard him moving very softly along the hall. Now he was at the door, and the bolts rotted at his touch... when he came into the room I did not see him. It was only when I felt him envelop me in his cold, soft grasp that I cried out and struggled... as I fell, I heard Tessie's soft cry and her spirit fled: and even while falling I longed to follow her, for I knew that the King in Yellow had opened his tattered mantle and there was only God to cry to now."

Robert W. Chambers
"The Yellow Sign"

DUNGEON ADVENTURE PLAYER REWARDS!

Take advantage of the RPGA's Player Rewards program by scoring points with the adventures from this issue of *Dungeon*! Each adventure is worth 2 D&D Player Rewards points, and remains active until 6/30/06.

RPGA NETWORK

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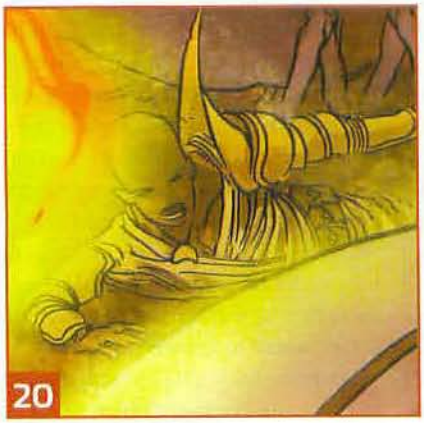

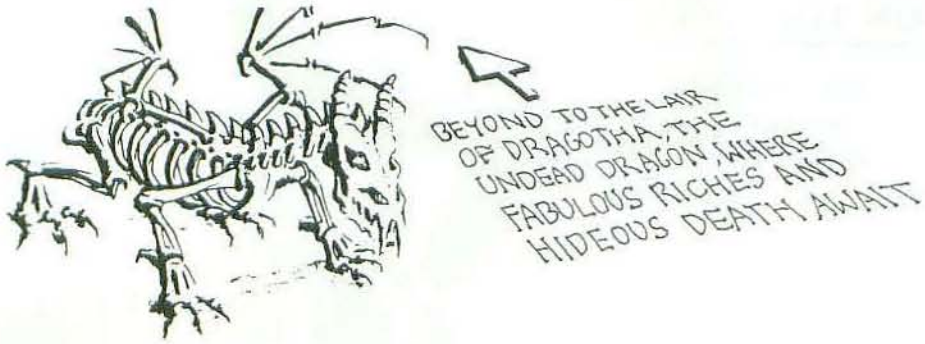

THIS ONE'S FOR YOU

I met my friend Joel Bergstrom in 10th grade, when the jump from junior high to high school brought with it hundreds of new kids from the other school across town. Up to that point I knew all of the active D&D players about my age, and most of them had played in one of my campaigns. I knew what they liked because they'd fallen in love with the game at the same time I had. Their playing style was my playing style, because both had developed side by side. Joel was a little bit different. Here was a kid I'd never met before who liked D&D almost as much as I did. The first time we ever hung out after school, he pulled a bin of his old D&D books out of the closet and we looked at each of them together.

We *joked* about the deadly *Tomb of Horrors* and the goofy technology of the *Expedition to the Barrier Peaks*. We agreed that the early FORGOTTEN REALMS stuff was the best, and we discovered that we both liked Ed Greenwood's *DRAGON* articles (especially the ones about the Nine Hells) more than we liked his campaign setting. Near the bottom of Joel's bin was a battered old orange booklet, an early D&D adventure called *White Plume Mountain*. "You know," Joel said, "the map in the front of this one is the best, because it's got this cool reference to an undead dragon called Dragotha."

I did know. I'd studied that map at an early age, wondering what powers an undead dragon might have, and how it might be more terrible than a regular dragon. Way back in *DRAGON* #135 (July, 1988), writer William Simpson took wondering one step further and revealed more about Dragotha's past and plans in an article that remains popular 18 years later.

In college I discovered the Internet, where I came into contact with thousands of D&D players. To my surprise, many of them remembered with fondness the same things Joel and I had discussed back in 10th grade. Years later, during a decade of obsession with conventions and the RPGA, I gamed with hundreds of players, and the same elements were sure to light a fire in their eyes. *The Rod of Seven Parts*. Vecna. Dragotha. This is the mythology of the DUNGEONS & DRAGONS game, and the related fondness transcends player age, experience, or campaign setting.

A few years back while visiting my folks in Minnesota, I met up with Joel and told him about becoming editor of *DUNGEON* and planning for the new Adventure Path. Without prompting, Joel said "You should do something with Dragotha!" He hadn't played D&D in 15 years or more, but the very idea still filled him with excitement. I decided then and there that he was right. Some mythology is too potent to ignore.

Dragotha makes his triumphant return in this issue as a special treat to my good friend Joel and to all of the online fans and hard-playing RPGAers who hold a candle for the mythic elements that make DUNGEONS & DRAGONS more than a simple game. And Dragotha is really a symbol for what we've been trying to do with the Age of Worms as a whole. The entire Adventure Path is our attempt to present not just *a* D&D experience but *the* prototypical D&D experience. Concepts like the Wind Dukes of Aaqa, Kyuss, and even Dragotha have been a part of D&D for decades, but they haven't been used much. My perspective is that they're there to be used, and the overwhelming popularity of the Age of Worms tells me that most of you agree.

In the course of the last year it's been our pleasure to bring modern myth-making to the magazine while still rooting things in the existing D&D mythology we all love. To my old friend Joel Bergstrom and to all of you, thanks for giving us the opportunity.

ERIK

Erik Mona
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Tell us what you think of this issue.

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DUNGEON #131

FREE POSTER MAP + 3 ADVENTURES!
DUNGEON
DIRE SECRETS OF THE EBON TRIAD REVEALED!
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GREG A. VAUGHAN
CIRCUS FREAKS • COCKATRICE DUELS • KILLER GORILLAS

Don't tell anyone, but the fetching lass pictured above is Tyralandi Scrimm, Managing Editor James Jacobs's character in our biweekly Age of Worms campaign. Isn't she beautiful? This issue's Age of Worms installment, Richard Pett's "The Prince of Redhand," was quite a departure for the Adventure Path and the magazine in general, since it involved a ton or roleplaying and very little dungeon crawling. After seven consecutive meatgrinders, we figured the PCs were ready for a party.

"The Hateful Legacy," by Greg A. Vaughan, revealed a sure-fire formula for getting published in *Dungeon*: A good plot + classic themes + excellent and evocative maps. Seems easy, but it takes some practice. There's a reason folks like Greg get published again and again.

Speaking of authors with great longevity, "The Beasts of Aulbesmil" marked the bajillionth appearance of former TSR mailroom guy cum *Dragon* magazine rules sage cum third edition D&D co-author Skip Williams. This time out it's a clash against orcs, wererats, and worse in a run-down forest town. Back issues of *Dungeon* #131 and dozens of other great issues are available at paizo.com.

Prison Mail

Pesky Devils

First off I want to say thanks for putting out such a great magazine. The adventures and articles are great—keep 'em coming. (Bring back Wil Save!)

I also wanted to say thanks for the Age of Worms Adventure Path. I am a soldier deployed to Iraq and my small gaming group loves it. We are currently halfway through our "year"-long deployment and having a nice long adventure to play is great. We started it over here, and now they have reached "The Spire of Long Shadows" (*Dungeon* #130). Multiple missions and crazy hours limit our gaming time, however. Hopefully we can finish the adventure before heading home. Being the DM, the Adventure Path makes things a little easier on me as all I have to do is read it a couple times and refresh myself on the rules.

Interestingly, the Age of Worms has spawned the desire for a side adventure. The group had their section of the *Rod of Seven Parts* stolen by the devils and decided that the best way to get it back would be to find one of the other sections and track it that way. So now my creative efforts are being used to draw up a *Rod of Seven Parts* adventure to take place after the Age of Worms. Pit fiends and elemental forces beware.

So again, thanks for such a great product, and thanks for helping us get through another deployment.

Armer Burkart
Via Email

We're all very pleased that our efforts are helping to end the boredom and stress for hundreds (if not thousands) of servicemen and women in the armed forces. Until I joined the staff and started getting your letters, I had no idea how many military folks played D&D. Thanks to all of you who have taken the time to write to us with stories of your campaigns. Stay safe, and don't forget your daily castings of mage armor.

KAOW FM

First, I love the magazine. I was MIA during the second edition years. I bought a few issues during that time, but didn't really use them much. I have a subscription now, and I love it.

Second, it would be really cool if you guys had a Sirius Satellite radio station. Yup. That's what I said. What would be the programming? I think it would be so cool to listen to "your" gaming sessions, and to hear everybody from the Paizo family. Give Gary Gygax some air time, promote new products, read fiction from *Dragon*, schedule how-to shows... the possibilities are limitless. And nothing has to be live. It can all be recorded as MP3s, played, and replayed. It would be so easy to fill 168 hours with all the gaming going on there. I don't know how much it costs to run a satellite radio station, but I'm sure it would be worth it. (Make sure it's Sirius, not XM!)

SSG Donnald Johnson
Albuquerque, NM

Youch. We hardly have time to finish the magazines and still get some gaming in. I'm afraid setting up microphones and recording everything would take far more time and resources than we can currently afford. That

said, let me try to set the audio scene from one of our Age of Worms games. I spend most of my time talking in funny voices or dryly poking fun at the characters and players. That voice you hear in the background correcting me on the rules is Jeremy Walker. Or perhaps James Jacobs. Or maybe Jason Bulmahn. It's hard to say. Downer artist Kyle Hunter, a Paizo alumnus who still comes by for the game, is the one saying "dude" all the time. Senior Art Director Sean Glenn is usually acting like a class-A grouch (it's his character, really!). The two guys complaining how their character is dead, again, are DRAGON *Associate Editors Mike McArtor and Wes Schneider.* DRAGON *Graphic Designer Sarah Robinson doesn't talk much, but when she does it's usually to make fun of Mike or Wes for dying. Again. All that and no commercial interruptions. Like music to my ears.*

Soulless Statblocks

First of all, let me add my voice to the chorus of praise for the Age of Worms Adventure Path. Now I have an entreaty for you—PUHLEASE pretty please set aside more space to the last few adventures in the series so that the statblocks don't get the lion's share of the page-space. I'm reminiscing on dreadful memories of reading the last three Shackled City installments and how the atmosphere and story (which the Paths tout as their reason for being) seemed to devolve into a linear series of high-power combats with nothing else to fire the imagination. Fine for some—not for me: if I'm not engaged in reading it, I'm not inclined to run it. If you're going to use a truckload of templates, get a bigger truck!

And my vote for AP4 (seeing as AP3 seems to be decided already): MORE MAURE! I don't want to be a senior citizen by the time I see the entire dungeon in print... but I would settle for an entire Adventure Path written by you, hee hee hee...

Darren Tietz
Adelaide
South Australia

For what it's worth, I'm liking the way the Age of Worms endgame is shaping up much more than the last bits of Shackled City, in part because of the elements you mention. We learn a lot each time we put one of these together, which means that the next Adventure Path ought to be even better than the Age of Worms. At long last, the outline for our next complete campaign has been completed and approved by our friends over at Wizards of the Coast, and we've already got a few authors lined up to provide thrilling adventures. Look for more information about the next big thing in next month's editorial.

As for "Maure Castle," expect to see another installment, "The Greater Halls," later this year. Maure author Robert J. Kuntz is currently deeply enmeshed in the "Castle Zagyg" superadventure for Troll Lord Games, but we'll be getting another installment as soon as he can fit us into his busy schedule.

Pretty Pictures

I've noticed that the artwork in DUNGEON (price $6) is consistently better than the artwork in most D&D sourcebooks (price $25–$40). Pray tell, what is the secret of your parsimonious yet delectable artistry? Do you beat and starve your artists in a real dungeon, or is it simply that the love emanating from the editors' hearts inspires such devotion that the artists gladly work for a pittance?

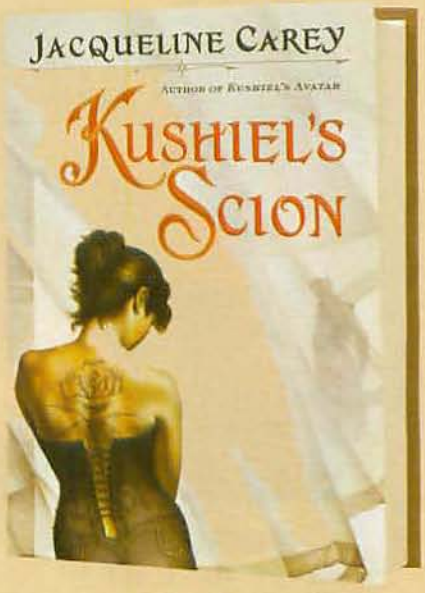
Krypter
Via Email

Senior Art Director Sean Glenn responds: "Our secret is really in the artists we choose to work with. I, as art director, have a very strict set of standards, and we work with some great folks who manage to turn in great work on a very consistent basis."

For my own part, I'll add that it takes a long time to figure out how to write a perfect "art order" (the set of instructions sent to artists). The first few I managed often erred on the side of asking for too much detail, and resulted in overstuffed images. You can go too far in the other direction, though, and not provide the artist with enough information to get what you want. You've also got to leave them enough creative space to bring their own vision to the piece—you can get into trouble by dictating exact compositional details. They're the artists, and they probably know more about composition than any given editor (including yours truly).

As for the art in D&D sourcebooks, I just received office copies of Tome of Magic, Power of Faerûn, *and* Red Hand of Doom,

The author of *Kushiel's Avatar* is back with a stunning new trilogy.



From JACQUELINE CAREY, the national bestselling, award-winning author of the Kushiel's Legacy trilogy, comes KUSHIEL'S SCION.

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NEXT MONTH IN DUNGEON

FUNERAL PROCESSION

Mark A. Hart

For months, the brutal serial killer Crimson stalked the streets of Saltmarsh, but now the murderer lies dead. Although justice has been served, the danger has not yet passed. A soul as wicked and depraved as Crimson's does not go quietly into the afterlife, and a local cult of Graz'zt has plans for the coming monstrosity. A D&D adventure for 1st-level characters.

CHAINS OF BLACKMAW

by Nicolas Logue

Framed by the Covenant of the Knife and thrown in the notorious Blackmaw Prison, Karl Manderholm awaits his execution at the hands of the deadly assassins' guild. In order to save him, the PCs must enter Blackmaw in the guise of lowly prisoners and expose the one man who can clear Karl's name, the Shadowmaster of the Covenant himself. A D&D adventure for 10th-level characters.

DAWN OF A NEW AGE

by Tito Leati

Alhaster is in flames, choking on the poison mists of the Wormgod's first tentative breaths on the Material Plane. The Age of Worms has begun, and unless the PCs can kill a deity, this New Age will be dark indeed. An Age of Worms Adventure Path scenario for 20th-level characters.

and I'm happy to report that they are among the most attractive D&D books I've ever seen. While I think our own Sean Glenn is the best in the business, it's clear that Paizo has no monopoly on good art direction.

Looking for Artists?

On paizo.com I read about how to get published in either DRAGON or DUNGEON for adventures and articles. However, I'm also interested in knowing how one can get published in your magazine as an artist. I myself do some doodling, mostly to illustrate my NPCs or events. They're not the greatest works of art yet, but I'm struggling to improve. What I would love to see is a section for fan art. For example, Blizzard has a whole section on their *World of Warcraft* website for fan artwork that is just amazing. I hope that one day you might publish some kind of submission guidelines for artwork. I know this is much harder than submission guidelines for articles or adventures, but I'm sure it can be done.

Why not use the last page of DUNGEON for fan art? Maybe for a Campaign Workbook or a critical threat you could request sketches from the fans. Shouldn't be more than a little sidebar: "We would like for those yet unknown artists to send in a sketch of a weretiger halfling ranger with a bow," or "Send in your sketches of a 'typical' tavern brawl."

You could also post the submissions on your website so we could all see the submitted images that did not get published.

I know this is a lengthy request, but then again, shouldn't you help your budding artists just as you do with the upcoming writers?

Jimmy De Ruysscher
Belgium

The idea of adding a fan art section to our messageboards is a good one, and I'll see if we can get something like that established this year. I'm loath to spend pages of the actual magazine on amateur art, though, as we try very hard to keep a consistently high quality of writing, art, and cartography in every issue. I don't think the readership at large would appreciate that sort of content taking up pages that might otherwise be spent on additional game content or cartoons.

The best way to get your professional-quality art published in DUNGEON is to catch the eye of our art staff. The best way to do that is to send a collection of images to Sean (sean.glenn@paizo.com), preferably with a link to an online portfolio that shows a good variety of images (we need to know what you're capable of before we assign a specific piece). If you don't have enough material or time to pull this off, you definitely aren't ready for an official assignment on the magazine and should keep practicing. There are plenty of online forums and communities for up-and-coming artists, and a few of them even have fantasy themes. A good place to start is the charmingly named eatpoo.com, but a few minutes with Google ought to provide several other good leads.

Down With Letters!

Why bother with a letters section if you receive so few letters each month that you have to drum up questions from the Paizo messageboards? Sections like letters (and the old Forum in DRAGON) made a lot more sense before the Internet enabled real-time complaining and whining. These days, if I have a question for the DUNGEON staff, or even the authors, I just go to paizo.com and post. Someone (usually James Jacobs) invariably responds within a reasonable time frame.

Sebastian
San Diego, California

Sometimes we get lots of letters, and sometimes we don't. The letters section allows us to answer important questions in a forum easily accessible by the whole readership. You'd be surprised how many of our readers check in with us from military deployment or prison, and relying too heavily on the Internet cheats those guys out of a piece of the magazine. You're right, however, when you suggest that the paizo.com messageboards are a great place to interact with the staff and get quick responses on issues of import to the magazine (or just fun topics about D&D in general). We all love the boards, but this section is still very important to the magazine.

Previously, on D&D...

Monte Cook's recent series on "Winging It" (issues #128, #129 and #130) was chock full of good tips and tricks for when PCs go off the page and force DMs to conjure

NEXT MONTH IN DRAGON

CREATURE CATALOG V

by Wolfgang Baur, Sean K Reynolds, et al.

The Creature Catalog returns with twelve new monsters! From classic creatures like the norker and the living wall to new terrors such as the hex dragon and the chupacabra, these critters are hungry for the taste of adventurers.

RIVALS

by Richard Lee Byers

A new FORGOTTEN REALMS short story about betrayal, trust, and hunting dragons.

TAKE COVER

by Hal Maclean

Rumbling up from below and swooping down from the skies, monsters have always had the edge when it comes to mobility. Not anymore! Learn tricks to turn this edge against them.

SPELLS OF KYUSS

by Jesse Decker

The author of DUNGEON #130's Age of Worms adventure "The Spire of Long Shadows," explores how the most depraved of Kyuss' cultists extract power from the raveneous worms of their deity's spawn.

PLUS!

The Ecology of the Ettercap, Spells of Kyuss, Class Acts, First Watch, Sage Advice, Scale Mail, Wormfood, comics, and more!

encounters, treasure, and plot threads on the fly.

The sidebar "None of Us Are as Creative as We Think" was the true gem of the series, though. It serves as a reminder that no matter how experienced someone is at running RPGs, when forced to improvise, we often retreat to those conventions and situations we are most comfortable presenting. And Monte is right—players do notice.

The suggestion for stretching ourselves by stealing plots from TV shows of other genres was spot on. Who would've thought an episode of "Murder, She Wrote" could hold the key to an Age of Worms sidetrek?

I put the breaks at rolling up NPC stats for Jessica Fletcher, though.

Troy E. Taylor
Granville, IL

Map of Mystery Love-In

I'll be brief... I just want to thank you for returning the Maps of Mystery to DUNGEON. They're really cool! Also, they can be used anywhere and anytime. It's funny that a single detailed map of a dungeon or a complex can spark my imagination even better than a complete adventure. Maps of Mystery are a DM's best friend. Feel free to include more than one per magazine!!

Daniel "Ultradan" Morency
Montreal, Canada

We'll fit them in as often as we can. In the rare month where we don't have one ready to go at press time (like this month), we'll instead produce a full-page reproduction of the cover art—another frequently requested feature.

Area 354. Empty Room

I would like to tell you how much I enjoyed issue #131. I love reading and running adventures, but I get extremely bored and impatient with dungeon crawls. This is because room-to-room descriptions do not advance the plot. In issue #131, the adventure that had the most rooms in it only had 10 (the Rock Tower in "The Hateful Legacy"). I can handle that! Thank you! But dungeon crawls usually have more rooms than that. "Life's Bazaar" has 104 rooms! I've read on the messageboards that some groups have taken three or four sessions to complete it. That's a long time to go without any plot development. So, guys, keep it up! Keep giving us adventures that don't overdo it on the room count. I thank you, and my group thanks you!

Trent Revis
Kelso, WA

A good author can find a way to work plot development into even the nastiest dungeon crawl, but I definitely agree that the long dungeons can get tedious after a while. Way back in #112, we published a giant four-level dungeon in "Maure Castle," and have since added an additional level with another coming later this year. The way to keep a "super-dungeon" like that interesting is to focus on only the parts of it that keep your attention. Don't be afraid to send your players into a big dungeon to rescue an NPC or find an item, keeping their forays limited to short and enjoyable chunks. If they don't feel pressure to explore every nook and cranny from area 1 to 101, things are going to move a lot faster and everyone is going to have a lot more fun. –Erik Mona

HOME UNDER THE RANGE

BY MICHAEL KORTES
BY RAMÓN PÉREZ
BY ROBERT LAZZARETTI

ANY SETTING | LOW-LEVEL (1ST–5TH) | UNDERDARK

The dwarves have a problem—a tiefling-related problem. The tieflings raid under the shield of magical darkness, but if the PCs can supply the dwarves with giant scarab beetles capable of generating potent bursts of magical light, they might just survive. Unfortunately, they'll need to escort the herd of giant beetles through the Underdark first.

"Home Under the Range" is a DUNGEONS & DRAGONS adventure for four 3rd-level characters that can easily be run in a subterranean environment in any campaign setting.

ADVENTURE BACKGROUND

Almost a century ago, the renowned dwarven war-medic Gesti Vausra of the Dawn Rock clan fell during a dramatic underground battle with Szenra Ka, a particularly vicious erinyes. In an act of quintessential dwarven self-sacrifice, Gesti triggered the collapse of a gigantic cavern shelf upon her own position, ending her life and trapping her foe within an avalanche of stone, seemingly forever.

Five years ago, *Sosias*, the erinyes's intelligent *rope of climbing and entanglement*, at last snaked its slender form through the maze of gaps in the debris, all the way from his mistress' side to the freedom of the open caverns of the Underdark. Obsessed with finding a way to rescue his beloved mistress, *Sosias* devised a plan to enlist the aid of Szenra Ka's mortal descendants.

The endlessly patient servant tracked down and contacted a number of tieflings, the product of Ka's various trysts with mortals on the surface. Finding the erinyes's descendants spread far across the continent, *Sosias* introduced each of them to the truth of their heritage. He spun an alluring tale to persuade them that their forgotten grandmother was calling, and that they could at last be made whole if they would only embrace their true heritage.

Sosias brought these outcasts together and formed them into a cohesive band. After observing the tieflings' collective propensity for both viciousness and stealth, he named them the Bezekira, a reference to some of his mistress' favorite pets: the invisible devil cats of the Nine Hells of Baator. The tieflings, once adrift without purpose, were unified under their shared goal: to secure the release of their great progenitor.

But no sooner did *Sosias* return with the Bezekira to Szenra Ka's prison of stone than he discovered that Gesti Vausra's own descendants, the Dawn Rock clan, were unwittingly attempting to beat them to the punch. With the location of Gesti Vausra's legendary battle site at last confirmed by their diviners, the Dawn Rock clan sent a large dwarven excavation team to the cavern to set up a base camp at the foot of the rubble. Mistakenly believing that Szenra Ka was destroyed, the dwarves now hope to recover Gesti Vausra's skeletal remains for a proper clan burial. Failing

that, they believe that in time they could at least recover her magical urgosh *Twinoch*, one of the clan's greatest works, so that it could hang in their hall of honor or pass to a worthy descendant.

Terrified that the Dawn Rock clan will discover that their unholy progenitor still lives, the Bezekira staged a series of deadly hit-and-run assaults against the excavation team. By using their innate *darkness* spell-like ability to foil the dwarves' darkvision, the Bezekira have pinned the excavation team inside their base camp and are now slowly clawing away at their defenses. After three failed attempts, the excavation team was finally able to get a messenger past the siege to the surface to call for aid.

After receiving a desperate message from their kin below, the Dawn Rock clan devised an original, if not outright bizarre, plan to defend the Vausra expedition from the raiders by fortifying their outpost with a herd of giant scarab beetles. The Dawn Rock clan's naturalists are confident that the beetles' ability to counter magical *darkness* with their own phosphorescent light will neutralize their attackers' advantage.

While the Bezekira failed to kill the dwarven messenger, *Sosias* was still able to covertly slither after him and spied on the Dawn Rock clan as the dwarves tested their plan. As a result, the clan's first attempt to deliver the beetles met with disaster. The Bezekira swiftly intercepted the delivery and slaughtered the threat before the dwarves could get their herd near the excavation site. Now the Dawn Rock clan wants to try again, only this time with the right amount of muscle and moxie to deliver the beetles safely. They need to send the PCs.

ADVENTURE SYNOPSIS

The PCs are sent to gather a herd of scarab beetles and lead them through underground passages to the Dawn Rock clan's outpost at the excavation site. Anticipating the dwarves' plan, the tiefling raiders move to stop the PCs. Raising the stakes, *Sosias* retains a choker mercenary to ambush the PCs and kill the beetles. As a hedge against the choker's failure, the Bezekira also dispatch one of their elite brethren, a ranger who attacks the PCs on his terlen mount. If that too fails, the tielfings coordinate a fiery ambush, and in the frenzy of the battle try to stampede the scarab beetles into an adjacent chasm. The PCs must save not just themselves, but the herd as well, if they are to succeed with their delivery. They reach the outpost not a moment too soon, for as they arrive the tieflings launch a desperate offensive to crush the Dawn Rock expedition once and for all.

ADVENTURE HOOKS

The adventure begins once the PCs arrive at Vultania Gorge, home of the Dawn Rock clan, where they catch the eye of Sub-General Farhorn and receive his invitation. There are several reasons the PCs might find themselves in Vultania Gorge and receptive to what the Sub-General has to say:

- After their last adventure, the PCs find themselves looking for a good place to spend their wealth. The smithies of the Dawn Rock clan in Vultania Gorge are well known for their quality craftsmanship. The prices are a tad steep for a low-level adventuring party, but perhaps a different kind of arrangement could be worked out.
- **Curano La'San** (male human expert 4/bard 3) has dedicated his life to chronicling the histories and philosophies of good-aligned, intelligent magic weapons. When he discovers that the Dawn Rock clan has a lead on the location of *Twinoch*, the legendary urgosh, he hires the PCs to head to Vultania Gorge to investigate. Curano offers to pay the PCs 500 gp to lend whatever aid they can to the Dawn Rock clan's excavation. He hopes that the PCs' labors will ultimately curry enough favor with the dwarves that he can convince the clan to grant him an interview with the weapon once *Twinoch* has been recovered.
- A PC rogue with ties to a local thieves' guild learns that someone named Sosias has organized an unsanctioned recruiting operation for an outfit called the Bezekira. Even though the unseen recruiter has been careful to restrict himself to a couple of outcasts, the guild cannot let this type of activity go unchallenged, as it makes a poor precedent. The guild learns that the Bezekira are mounting some kind of underground operation against the Dawn Rock clan. One or more of the PCs are charged with traveling to Vultania Gorge to warn the dwarves. The guild hopes to foil Sosias's plans and send him a message about the perils of conducting business without their cooperation. When the PCs arrive, however, they find that they are too late to deliver a warning: the dwarves already know about the attack first-hand. Instead, the dwarves need the PCs' help directly.
- If there is a dwarf in the party, the adventure has an instant lead-in. The dwarven PC might be member of the Dawn Rock clan bringing his companions home, only to find himself

VULTANIA GORGE

Vultania Gorge, Home of the Dawn Rock clan (small town): Conventional; AL LG; 800 gp limit; Assets 3,944 gp; Population 986; Isolated (mountain dwarves 96%, humans 2%, others 2%).

Authority Figures: **Clan-King Galden** (LG male dwarf aristocrat 7/fighter 9); **Arin "Master Smith" Toldash** (NG male dwarf expert 16).

Important Characters: **Acting Sub-General Farhorn of the Dawn Rock Clan, bearer of the Graspingstone of Elmagrim** (LG male warrior 8).

Notes: The Dawn Rock dwarves live both above and below the surface of their mountainous gorge. Once a much larger and far more prosperous clan, the dwarves were forced to retreat closer to the surface following waves of setbacks arising from a duergar-umber hulk alliance. With the coalition of their enemies finally dissolved, the clan began the gradual process of making deeper forays into their original territory.

compelled to heed the Sub-General's call. Alternatively, if the dwarf belongs to another clan, perhaps his clan has an ongoing alliance or even a recent intermarriage with the Dawn Rock Clan that spurs the PC to lend aid out of a sense of honor. Besides, the chance to visit the actual final battle site of Gesti Vausra, one of the original warmedics, is something no self-respecting dwarf can miss.

CHAPTER ONE: GLOW BUGS

Shortly after the PCs' arrival in Vultania Gorge, they attract the attention of Acting Sub-General Farhorn of the Dawn Rock Clan, bearer of the Graspingstone of Elmagrim. Farhorn has been looking for something exactly like the PCs, and once he receives word of their presence he sends a young page (LG male dwarf commoner 1) to bring them to the Gorge's sub-surface command tower. If the PCs attend, Farhorn gives the PCs a short, no-nonsense briefing on the excavation site and a description of their efforts to recover Gesti Vausra's body and her urgosh, *Twinoch*. He then reviews the recent attacks and begrudgingly admits to their first failure to deliver the giant scarab beetles. Farhorn gets right to the point and attempts to enlist the PCs, answering any questions they may have:

What are these giant glow bugs? "Our naturalists tell us that they're just oversized versions of scarab beetles. You know, antennae, wings, carapace and all that—maybe a dozen feet long. While not exactly tame, they aren't too dangerous."

Why do you think delivering giant scarab beetles will help? "When excited, the bugs create a brilliant pulse of light. I've seen it: it's like staring directly into the sun. It's enough to light up an entire cavern hundreds of feet across, and our sages believe it's potent enough to counteract the unnatural darkness our enemies use against us."

A PC who succeeds on a DC 15 Knowledge (nature) check is familiar with giant scarab beetles. He also knows that the beetles' light is said to be magical, capable of overpowering spells of darkness.

Who exactly is attacking you? "We're not sure. At first we thought it was the damned drow because of the skinny, poking swords they carry and the way they keep creating those accursed clouds of blackness. But they're not drow. Apparently, up close, they look almost human, except some have horns on their heads, or cat-like eyes. There's something not right about them, something sinister. Also, they have a symbol they all seem to wear—some have it tattooed on their faces. It's the outline of a pouncing lion."

Exactly how many giant beetles did you say you needed delivered? "A half dozen ought to do it."

How are we supposed to get the beetles to descend into the Underdark? "You drive them, just like you would a herd of cattle. It's the same thing except for their nastier temperament. If you get stuck, try this jar here: it's filled with fruit nectar and some bug-spit our naturalists collected from some other beetles. Trust me, open the cap, splash some around, and they'll follow.

Just don't douse yourself with it, unless you want to get licked to death. Also, use it sparingly, there's only so much of the stuff."

How are we supposed to find the excavation site? "Worry not, my friends. We've marked the way to the excavation site, just follow the path of the guide runes. I'll draw you a sketch of what the proper rune looks like. As for finding the herd, we've got a man who can take you there so you can start rounding up a few bugs."

Farhorn introduces the PCs to **Hark Underbounder** (NG male, dwarf, commoner 1/expert 1), one of the Dawn Rock clan's scouts. Hark can guide the PCs to the cavern where the herd was last seen (see area 1 below). Once the PCs have collected their bugs, Hark can take them to the nearest guide rune so that they can continue their descent.

What about payment? "600 pieces of gold, or the same value in gems if you prefer."

If the PCs impress the Sub-General, he can be bargained up to the limit of his emergency budget of 900 gp. After that he decides to look elsewhere for a courier.

SUB GENERAL FARHORN

The Dawn Rock Guide Runes

To prevent their fellow clansmen from losing their way, the Dawn Rock clan has marked the path to Gesti Vausra's grave with a large rune every few hundred feet, as well as at every significant intersection. The guide runes were formed from a one-foot-square stamp carved from the fin-scale of a black dragon. To make the impressions on the cavern walls, the dwarves dipped the stamp in acid, placed it against the wall to be marked, and then held it there for several minutes to allow the acid to eat away at the cavern limestone, leaving behind an easily recognizable symbol.

1. ROUND-UP (EL 3)

After an hour's descent through well-traveled and patrolled caverns, Hark Underbounder takes the PCs to the spacious cavern where he last saw the herd. As Hark explains, although over half of the massive herd has moved on, it would appear that many stragglers remain. He estimates that the outpost needs about half a dozen beetles to fortify itself against the raiders, but he recommends rounding up twice that many, as losses along the dangerous journey are certain.

This wide, irregular cavern is filled with almost forty giant, black-shelled beetles lazily grazing on deposits of bat guano. At any given moment, one or more of the beetles beat their wings into a frenzy and their abdomens flare up with a white-hot light, illuminating the entire chamber. There are over a half dozen natural exits from this chamber, each leading to a maze of tunnels beyond.

Creatures: The scarab beetles are initially indifferent to the PCs and do not attack. If molested, they either beat their wings and flutter away with a short hop or activate their flare ability. Refer to Appendix 2: "Bug Herding" for more details on how to adjudicate the PCs' efforts to split off some of the beetles and organize them into a scarab beetle drive.

The PCs are not the only ones interested in the herd. If the PCs work with the beetles in this cave for longer than five minutes, the noise attracts an alert phantom fungus on the prowl for easy prey amongst the herd. If the PCs do not move quickly to deal with the invisible predator, the bugs panic after three beetles are slain, forming a stampede and scattering into several smaller caverns.

Giant scarab beetles (43): hp 32; see Appendix 1 for statistics.

Phantom fungus: hp 20; *Monster Manual* 207.

Development: Once the PCs have achieved a minimum of order with the herd, Hark takes them to the nearest guide rune. From there he leaves them, praying for Moradin to bless their delivery.

CHAPTER TWO: THE DESCENT

Once the PCs leave the scarab beetle cavern, they are outside dwarven territory and completely on their own until they reach the excavation site. The combination of the dwarven incursion and the tiefling raiders has significantly thinned out the wandering monster population in the region. There is still a 10% chance of a random encounter every hour the PCs spend in the Underdark. They have the same chance of a random encounter if they make a great deal of noise or otherwise attract attention. Use the 3rd-level dungeon encounter table on page 79 of the *Dungeon Master's Guide* to generate these random encounters.

Most of the passageways are between 10 and 20 feet wide, and about as tall.

Approximately 25% of the cavern floor is rough terrain, and a few pools of cool water lie stagnant throughout the tunnels.

2. THREE STAG VOLLEY (EL 10/ SPECIAL)

After their first half-hour of following the guide runes, the PCs hear the echo of a thundering crash in the distance. The sound is repeated, and then once more. As the PCs near the source of the sound, the cavern suddenly widens:

This gigantic cavern is lit by a patchwork of pale luminescent mold which has accumulated among the stalactite curtains hanging from the ceiling. A bowl-like depression, twenty feet deep at its center, fills most of the cave, surrounded by a wide, flat, horseshoe-shaped ledge of rock. The cave's most noticeable features are its stalagmites: each stalagmite cluster on the cavern ledge is composed of exactly three stalagmites. In each case the central stalagmite is the tallest, flanked by two slightly smaller columns on each side. A quick count reveals at least a dozen such groupings. On the far side of the cavern a single boulder rests next to a shattered stalagmite.

Creature: The PCs have unwittingly stumbled into a popular stone giant pastime: a game of Three Stag Volley. In Three Stag Volley, the objective is to hurl a bolder from approximately 600 feet away and knock over the center of three stalagmites in as few throws as possible, and without disturbing the outer two stalagmites. To set their pins, the stone giants have hacked several stalactites from lower patches of the cave's ceiling and simply flipped them upside down on the ground. PCs who succeed on a DC 20 Spot check, or a DC 5 Search check upon close examination of a stalagmite, notice a crack between each of the stalagmite pins' bottom edge and the floor.

Revox and Xeb, stone giants (2): hp 119; *Monster Manual* 124; bag of 20 throwing rocks.

Development: Each round, a PC who stands within 5 feet of a stalagmite is at risk of accidentally getting crushed by a large flying rock. Revox and Zeb need to hit an AC of 22 to hit their intended target. If they miss, consult the "Missing with a Thrown Weapon" diagram on page 158 of the *Player's Handbook*. If the boulder randomly lands in a PC's space, he must make an immediate DC 15 Reflex save or the boulder strikes him. Revox and Zeb are +11 to hit, but incur a range increment penalty of –6. PCs who succeed at a DC 10 Listen check hear a sharp whistle before the rock lands and should be granted a +4 bonus on their Reflex save. Unlike their normal ranged attacks, the giants' carefully spun vollies only do 2d4+8 points of damage on an accidental hit.

As an EL 10 encounter, Revox and Xeb are far too dangerous for the PCs to challenge in combat without extreme risk. Fortunately, the twelve-foot-tall giants have little interest in the party. Indeed, they have descended a very long way in the hopes of finding somewhere to play their game undisturbed. In particular, in Revox's experience, killing "small-ones" only results in more coming along to investigate. Of much greater importance to the giants is the fact that Xeb is leading Revox in score for the first time in four years.

If the PCs attempt to parley, the giants' attitude begins at neutral (or unfriendly if the PCs or their beetles have fouled up one of their shots). If their attitude is adjusted to friendly with a successful Diplomacy check, Zeb and Revox are willing to speak with the PCs. Grant a +4 circumstance bonus to any PCs who offer to act as "pin boys" for the giants; Xeb and Revox are tired of re-setting the stalagmites and sweeping away the rubble. If attacked, Revox and Xeb shrug their shoulders and crush the party with boulders.

Ad Hoc Experience Award: If the PCs make it through this cavern with their herd intact, give them a CR 3 experience point award. They should get the full award whether they sneak through, race across, broker a deal with the giants, or simply wait them out.

3. FLOWSTONE STAIRS (EL 3)

A steep descent begins here. Fortunately, the natural ripples in the flow of rock appear to form functional, if uneven steps. A trace of geothermic heat rises from below.

Once a great (but gradual) lavafall, the embrace of time has cooled the molten rock into a smooth incline of wavy flowstone. Years of labor by the Dawn Rock clan have turned this 300-foot incline into a serviceable staircase.

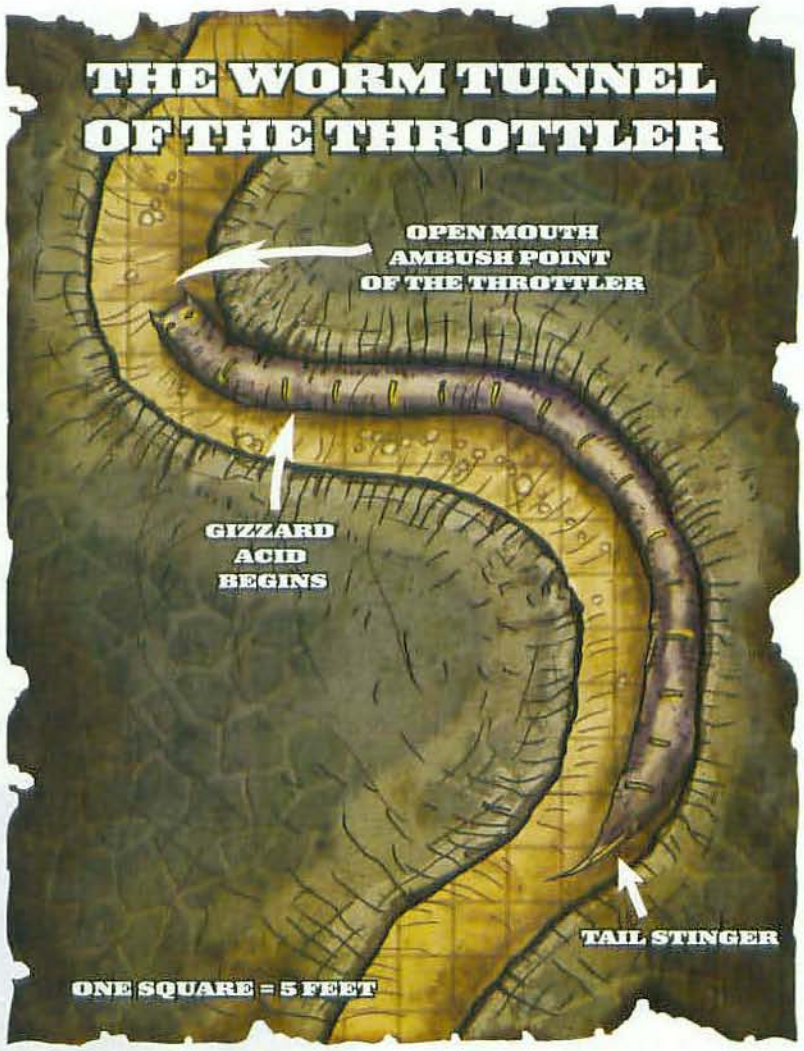
Trap: Assuming they proceed at half speed, both the PCs and the beetles can navigate the stairway without the need for Climb checks. However, one of the Bezekira's more devious scouts, the Rider (see area 5 below) placed a tripwire at the mid-point of the 300-foot descent. If a scarab beetle is traveling at the front of the group, the tripwire is triggered automatically; otherwise a PC scouting ahead can discover the trap with a DC 20 Search check.

If triggered, the tripwire releases the lid of a hidden crate, unleashing a swarm of hundreds of grey-banded cave crickets. Any PC within 10 feet who fails their Reflex save is blinded for a single round while the cloud of crickets disperses.

The trap's true danger, however, is not to the PCs, but to their herd. The Rider has sprinkled the cave crickets with an insidious poison. As the scarab beetles have traveled for hours, the sudden presentation of an easy meal may be too great a temptation: any giant scarab beetles within 30 feet of the cave cricket explosion immediately begin feasting on the abundant morsels. The crickets finally flee into the safety of natural cracks in the walls after 1d4+1 rounds. During that time a PC can restrain a single giant scarab beetle from eating with a DC 15 Handle Animal check. Restraining two beetles at once is DC 20, while holding back three raises the check to DC 25. It is not possible for a single PC to deter more than three beetles from eating at once.

Poison Powdered Cave Cricket Cloud Trap: CR 3; mechanical; location trigger; no reset; 1 round of blindness, DC 15 Reflex save avoids and poison (dark reaver powder, ingested, DC 18 Fortitude save resists, 2d6 Con/1d6 Con + 1d6 Str); Search DC 20; Disable Device DC 20.

The bottom of the flowstone stairway leads to a narrow tunnel bearing a guide rune that slopes even deeper into the ground, eventually leading to area 4.


THE WORM TUNNEL OF THE THROTTLER
OPEN MOUTH AMBUSH POINT OF THE THROTTLER
GIZZARD ACID BEGINS
TAIL STINGER
ONE SQUARE = 5 FEET

4. WORM TUNNEL OF THE THROTTLER (EL 3)

As the twisting caverns descend deeper, the tunnel suddenly becomes partially obstructed by the bloated body of a massive, purple-colored, segmented worm. Thankfully, the gigantic creature does not move, and the prevalent stench hints that it is no longer alive. While the massive rotting carcass blocks most of the tunnel, a narrow gap leads around the left side of the corpse. A thorny, ochre-colored stinger protrudes from the tip of the unmoving tail.

A purple worm corpse fills most of this winding tunnel. The worm died after it swallowed a Bezekira as he was transporting a barrel of poison which *Sosias* originally planned to

unleash on the Dawn Rock clan at the excavation site.

Large creatures such as the giant scarab beetles either have to squeeze to fit through the cavern's remaining space on the left side of the purple worm or crawl over the top of the squishy corpse. Medium creatures that pass along the worm's left side find the fit uncomfortably small but do not suffer any penalties. If they travel over the top of the worm, they must crawl and take penalties for being prone. Small creatures can act normally.

Creature: After 80 feet of worm-filled tunnel, the PCs reach the beast's gaping maw. Unbeknownst to the PCs, the Throttler is hiding just inside the worm's massive jaws. The Throttler is a choker assassin hired by *Sosias* to ensure the PCs' delivery fails.

THE THROTTLER **CR 3**

Male choker adept 2
CE Small aberration
Monster Manual 34
Init +6; **Senses** darkvision 60 ft.; Listen + 3, Spot + 3
Languages Undercommon

AC 17, touch 13, flat-footed 15
hp 25 (5 HD)
Fort +2, **Ref** +5, **Will** +7

Spd 20 ft., climb 10 ft.
Melee 2 tentacles +7 melee (1d3+3)
Space 5 ft; **Reach** 10 ft.
Base Atk +3; **Grp** +6
Atk Option improved grab, constrict 1d3+3, quickness
Combat Gear *wand of obscuring mist* (10 charges), *potion of hide from animals*, *potion of mage armor*, *potion of sanctuary*, thunderstone
Adept Spells Prepared (CL 2nd)
1st—*burning hands* (DC 12), *cure light wounds*
0—*cure minor wounds*, *ghost sound*, *touch of fatigue*

Abilities Str 16, Dex 14, Con 13, Int 4, Wis 13, Cha 7
SQ summon familiar (cave iguana named Ovus), quickness
Feats Alertness, Improved Initiative, Lightning Reflexes, Stealthy
Skills Climb +16, Concentration +3, Hide +10, Listen +3, Move Silently +6, Spot +3, Survival +3
Possessions combat gear, *elixir of vision*, jar of millipedes, rakshasa puppet (35 gp), snow globe (15 gp), red slaad skull candle holder with everburning candle (120 gp)

Tactics: The Throttler waits for half of the PCs to pass by and then springs his ambush by casting *burning hands*, hoping to sow confusion with a flash of fire coming from the jaws of the giant worm. He then uses his second standard action to grab a vulnerable PC and drag him back into the mouth. If successful, the Throttler tries to drag his victim deeper into the worm's still-acidic gizzard and pin him in the digestive juices (a point approximately 15 feet inside the worm). Anyone inside the acidic portion of the worm takes 1d6 points of acid damage each round.

Development: The Throttler is not quite clever enough to realize that his ambush site robs him of a viable exit strategy. If the PCs capture the Throttler and are able to communicate with him, the Throttler happily sells out his employer for a chance at freedom. He can warn the PCs that the Rider (area 5) stalks the tunnels further ahead. The Throttler also knows that the "talking rope" that hired him is worried that the dwarves will discover and destroy

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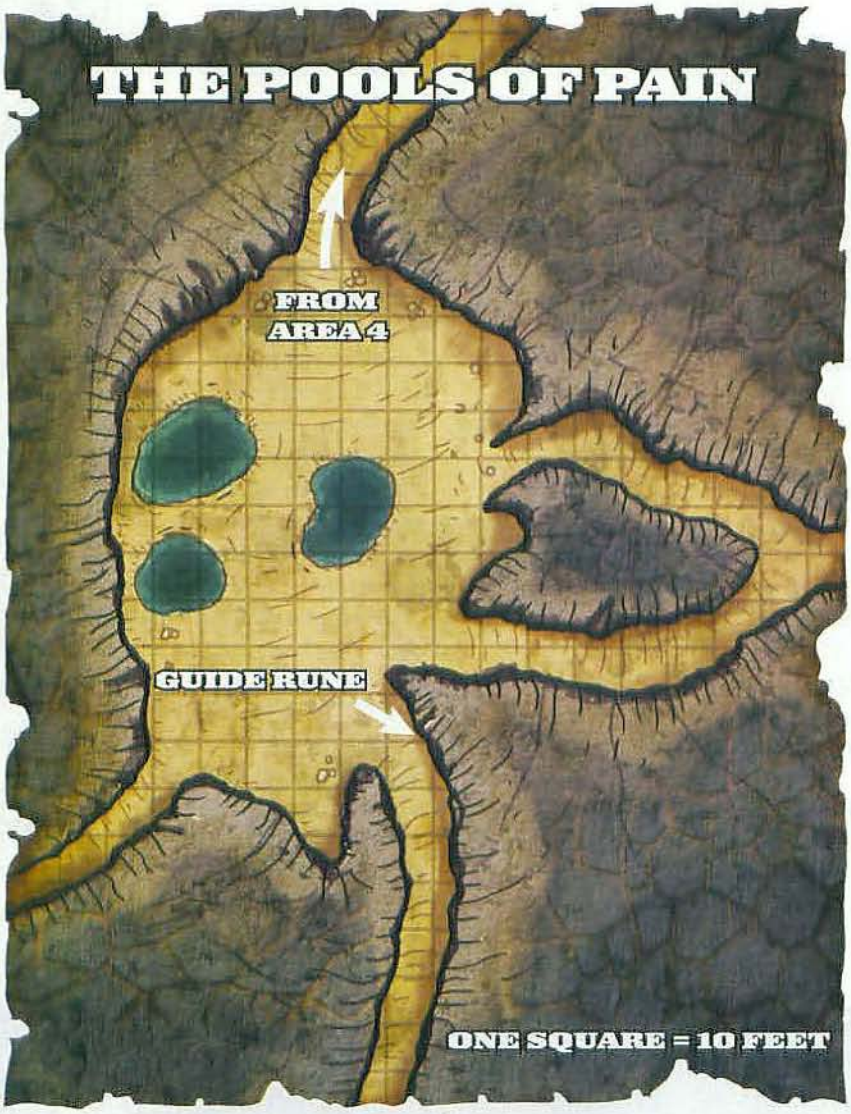


the great evil buried deep beneath the rubble at the excavation site before the tieflings can get to it.

5. THE POOLS OF PAIN (EL 4+)

The corridor of rock widens into a larger chamber with four separate exits. The passage on the far side bears a guide rune above it. Three stagnant pools lie on the cavern floor. The forty-foot-high ceiling contains thousands of emerald-tinged, slender stalactites still in their infancy.

Creatures: *Sosias* has also arranged for one of the Bezekira's most dangerous tieflings to hunt the PCs: a ranger known only as the Rider. The Rider is descended from a union between Szenra Ka and a halfling, and is therefore smaller than the rest of the Bezekira. He rides a terlen, a horrific flying shark from the Grey Waste of Hades, named Gorger. If the PCs are having an easy time of the adventure, the Rider should track them and harass them whenever they are vulnerable or distracted. Otherwise, the Rider simply follows the guide runes ahead of the PCs and waits for them here. This cavern sits above three interlocking pools. The pools, the multiple exits, and the high ceiling all maximize the number of opportunities for the Rider and his terlen to ambush the PCs.

THE RIDER CR 2

Male tiefling ranger 2
LE Small outsider (native)
Monster Manual 209
Init +2; **Senses** darkvision 60 ft.; Listen +4, Spot +4
Languages Common, Infernal

AC 17, touch 13, flat-footed 15
hp 16 (2 HD)
Resist cold 5, electricity 5, fire 5
Fort +5, **Ref** +5, **Will** +1

Spd 20 ft.
Melee mwk flail +5 (1d6+1) or mwk flail +3 (1d6+1) and hand axe +2 (1d4/x3)
Ranged composite longbow +5 (1d6+1/x3)
Base Atk +2; **Grp** –1
Attack Option favored enemy +2 (humanoid [dwarf])
Spell-L;ike Abilities (CL 2nd) 1/day—*darkness*

Abilities Str 13, Dex 14, Con 15, Int 8, Wis 12, Cha 10
SQ wild empathy +2
Feats Mounted Combat, Track, Two-Weapon Fighting
Skills Bluff +2, Hide +11, Knowledge (dungeoneering) +1, Listen +4, Move Silently +5, Ride +7, Spot +4, Survival +3, Swim +3, Use Rope +4
Possessions masterwork flail, hand axe, blood-red composite longbow (+1 Strength) with 20 arrows, chain shirt, a black and red feathered headdress containing 3 *Quaal's feather tokens* (bird, tree, and whip), a bloodstone (50 gp), *dust of tracelessness*, 2 smokesticks, vial of antitoxin, coin purse with 3 pp, 50 gp, 20 sp

GORGER CR 2

Male hammerhead terlen
NE Medium magical beast (aquatic, extraplanar)
Fiend Folio 174
Init +2; **Senses** darkvision 60 ft., low light vision; Spot +3, Listen +5

AC 20, touch 12, flat-footed 18
hp 30 (4 HD)
Fort +6, **Ref** +6, **Will** +1

Spd 60 ft., fly 60 ft. (average), swim 60 ft.
Melee bite +7 (1d8+4)
Base Atk +4; **Grp** +7
Atk Options ambush, improved grab, worry

Abilities Str 16, Dex 14, Con 14, Int 3, Wis 11, Cha 7
SQ amphibious
Feats Alertness, Track
Skills Hide +10, Survival +3, Swim +12

Possessions exotic military saddle, 2 saddle bags

Ambush (Ex) Any time a terlen makes a successful charge attack against a flat-footed opponent, it deals double damage with its bite.

Worry (Ex) A terlen that successfully gets a hold on an opponent with its improved grab ability shakes the victim violently back and forth. This attack deals bite damage each round until the victim breaks free, the terlen is slain, or the victim dies.

Tactics: Gorger and the Rider submerge themselves in a pool, with the Rider keeping his head just above water while they wait for the herd to pass. Then, with a kick from the Rider, Gorger bursts from the pool with a huge spray of cave water and charges any flat-footed PCs, preferring smaller targets so that he can utilize his improved grab. The Rider tries to angle Gorger's trajectory so that he receives a +1 bonus for higher ground as he attacks with his flail and axe. At the same time, he uses his Combat Riding feat to protect Gorger. As soon as their targets recover from the shock of the attack they fly back into the pool, swim underneath the cavern floor, and emerge from a connected pool trying for another ambush. They repeat variations of their hit-and-run tactics as often as they can, capitalizing on Gorger's mobility over any terrain. If they can ever catch a scarab beetle on its own, they go for the kill.

6. THE STAMPEDE (EL 4)

The cavern widens again, but the ceiling remains fifteen feet high. Directly ahead, a guide rune marks the sole exit. Here the path traverses a flat, fissure-riddled shelf of rock that drops into a deep gorge on the right-hand side. Off to the left, a small forest of gypsum flowers, strangely beautiful formations of white cave rock, sprouts from the walls and floor.

Creatures: The Bezekira launch their final ambush against the PCs here. The tieflings lie hidden in the giant gypsum flowers (patterns of calcium and selenite deposits) on the northwest side of the cavern (marked **A**). The stone deposits provide a +4 circumstance bonus on the Bezekira's Hide checks for a total bonus of +9.

The ambush is lead by Naegauth, a slender tiefling evoker with a flare for pyromania. Naegauth's left eye glows an eerie red, a trait from her grandmother. Rather than hide her deformity, she now flaunts it by painting the outline of a raking lion across the left-side of her face.

"The Bezekira," male tiefling warriors (4): hp 5; *Monster Manual* 209. Instead of the Weapon Focus (rapier) feat, the Bezekira have the Blind-Fight feat. Each has 2 torches, a rapier, and a blood-red longbow patterned after the weapon wielded by their erinyes ancestor, along with 20 arrows.

NAEGAUTH **CR 2**

Female tiefling evoker 1
LE Medium outsider (native)
Monster Manual 209
Init +0; **Senses** darkvision 60 ft.; Listen + 3, Spot + 3
Languages Common, Draconic, Dwarven, Infernal, Undercommon

AC 14, touch 10, flat-footed 14
hp 8 (1 HD)
Resist cold 5, electricity 5, fire 5
Fort +1, **Ref** +0, **Will** +3

Spd 30 ft. (6 squares)
Melee dagger +0 (1d4/19–20)
Combat Gear *wand of flaming sphere* (10 charges)
Spells Prepared (CL 1st, +0 ranged touch):
1st—*cause fear* (DC 14), *mage armor**, *burning hands* (DC 15)
0—*daze* (DC 13), *detect magic*, *ray of frost*, *read magic*
Barred Schools illusion and transmutation
Spell-Like Abilities (CL 1st):
1/day—*darkness*
*already cast

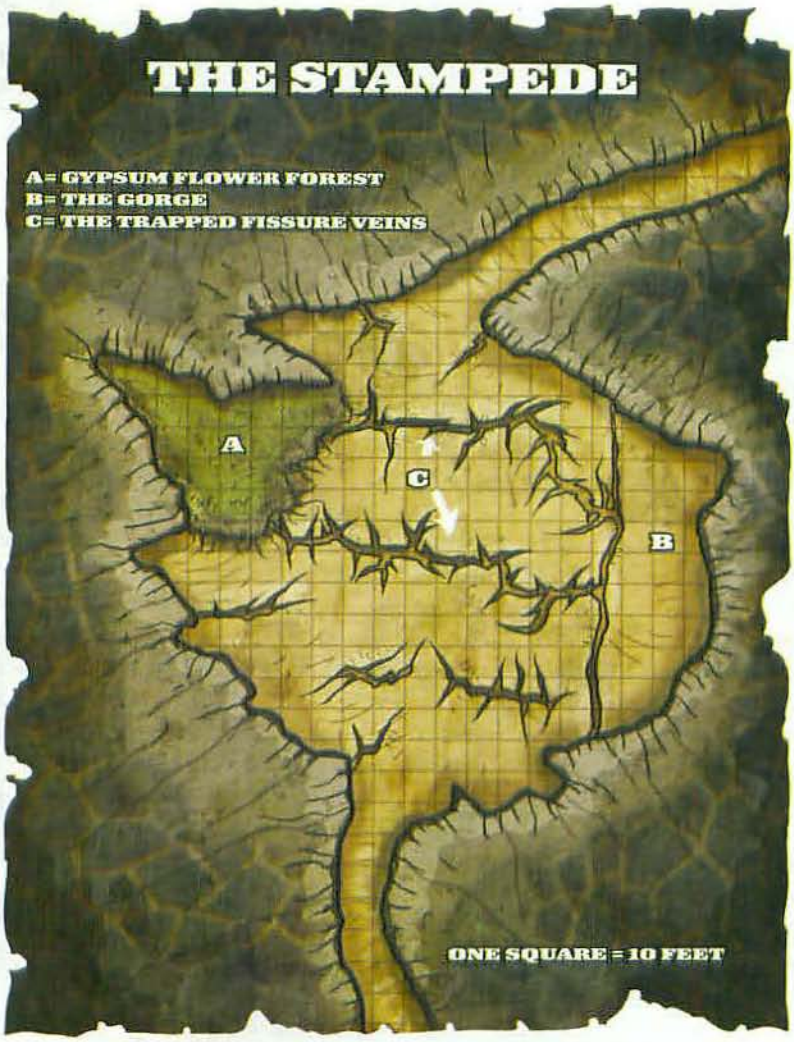
Abilities Str 10, Dex 10, Con 12, Int 17, Wis 13, Cha 12
SQ summon familiar (toad named Warts)
Feats Alertness, Scribe Scroll, Spell Focus (evocation)
Skills Bluff +3, Concentration +5, Decipher Script +7, Hide +2, Knowledge (arcana) +7, Knowledge (planes) +7, Spellcraft +7
Possessions combat gear, 2 daggers
Spellbook as above plus: 0—all except illusion and transmutation; 1st—*identify*, *magic missile*, *sleep*

Tactics: The Bezekira's plan is simple but deadly: they seek to stampede the beetles off the 60-foot cliff into a thicket of stalagmites below (marked **B**). Even if the beetles use their vestigial wings to survive the fall, the PCs will never be able to recover them from the deep gorge in time. The tieflings have also laced two of the natural shallow cracks in the ground in the PCs' path with an oily compound (points marked **C**). Any PC prudent enough to be actively searching the cavern can detect the oil with a successful DC 20 Search check.

Once enough of the scarab beetles have passed over the first of the two fissures of oil, the tieflings ignite both lines, attempting to trap the bulk of the herd between two blazing walls of fire. The walls burn out in ten rounds. However, during that time, the beetles stubbornly refuse to cross through the flames. A PC can coax or cajole a single bug through the barrier with a successful DC 25 Handle Animal check as a standard action. Travel through a fire wall deals 1d6 points of fire damage (Reflex save DC 12 for half-damage).

Once the barriers are lit, the tiefling warriors emerge from their hiding spot at area **A** and attempt to drive the beetles east, straight off the cliff. Two of the more fanatical tieflings wear burning, oil-soaked wrappings on their arms and wave a torch in each hand, yelling and screaming at the beetles. This tactic deals 1d6 points of damage to the tieflings each round, but their fire resistance of 5 means that only a roll of 6 deals any damage. The beetles back away from any square threatened by one of the burning tieflings, even if that sends them over the cliff.

The other two tiefling warriors take up positions just outside the smoking walls of flame and fire arrows at any PCs who move to assist the beetles.



Remaining behind the cover provided by the gypsum flowers, Naegauth uses her wand to cast *flaming sphere*, then methodically directs the *sphere* to force the trapped beetles off of the ledge. A fall into the gorge results in 6d6 points of falling damage plus 2d6 points of piercing damage from the stalagmite clusters. If a falling beetle makes a DC 15 Reflex save it glides to the bottom and takes only half damage.

If captured, the tielfings refuse to cooperate save for Naegauth, who is more practical. If separated from her companions, she reveals that the Bezekira's true goal is to unearth their "great progenitor." She also identifies *Sosias*, her "Grandmother's rope," as the tieflings' leader. She secretly hopes that by providing bits and pieces of the information she can stall the PCs and keep their beetles away from the excavation site for as long as possible.

CHAPTER THREE: SIEGE OF DARKNESS

After surviving the dangerous trek through the Underdark, hopefully with at least a few beetles in tow, the PCs arrive at the excavation site to find the tieflings engaged in a heavy assault against a makeshift dwarven fortress.

9. THE EXCAVATION SITE (EL 3–5+)

Sounds of combat echo throughout this gigantic cavern. In the distance, a cluster of dwarf tents is surrounded by a hastily erected rubble barricade. Thick, inky clouds of blackness enshroud the edges of the camp, no doubt hampering the dwarven crossbowmen bunkered behind the walls. Beyond the encampment, six separate groupings of humanoid archers gradually

THE ERINYES' ROPE

Sosias is an intelligent magic item who fills the role of one of the adventure's major villains. He is a foe to be overcome, not a treasure to be obtained.

To help portray *Sosias* as one of the adventure's principal villains, the PCs should encounter *Sosias* once or twice prior to the final battle at the excavation site. If the PCs rest during their descent, *Sosias* attempts to sneak into their camp and sabotage their equipment or lead away some of the scarab beetles. Alternatively, the PCs might spot *Sosias* watching them as they encounter the cave cricket cloud traps in area 3 or as they battle the Rider and Gorger in area 5. *Sosias* can escape the party through a crack or slender cave shaft, but not before he rises up to near his full height to let them know they risk much in crossing him.

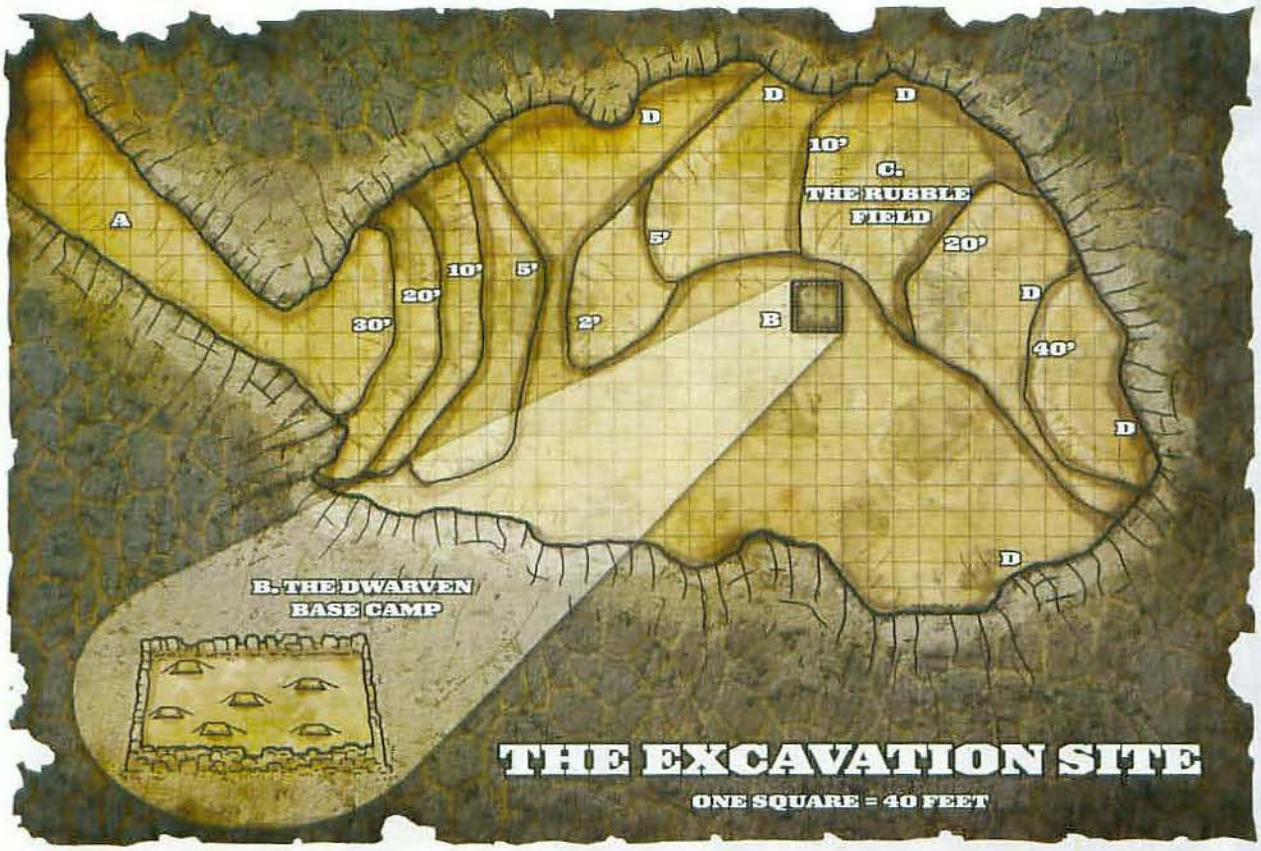
Sosias: *rope of climbing and entanglement*; AL LE; Int 15, Wis 10, Cha 15; Speech and snake spelling (see below), 60 ft. darkvision and hearing; Ego score 7.

Lesser Powers: bless 3/day, *minor image* 1/day, 10 ranks in Bluff (providing a modifier of +12).

Personality: Sosias is an endlessly patient tactician. He is fond of knotting his head into the shape of a giant cobra and coiling his 60-foot long body tightly, cultivating the image of a serpent preparing to strike. To further the illusion, *Sosias* dipped himself in jet black and crimson dyes in alternating segments. *Sosias* can communicate with a hiss-filled Common as well as Infernal and Undercommon. *Sosias* can also communicates by spelling out words with his body length or through the use of his *minor image* ability.

Any non-lawful evil character that wields *Sosias* receives one negative level. The negative level lasts until *Sosias* is released. In melee, *Sosias* attacks as a *rope of entanglement* capable of giving himself commands. He has an AC of 22, 12 hit points, and a hardness of 10. If not severed and destroyed, *Sosias* can repair himself at a rate of 1 point every 5 minutes.

Moderate transmutation; CL 15; Craft Wondrous Item, *animate objects, animate rope, entangle*; Price 37,200.



emerge from a colossal avalanche of rubble, slowly closing in on the vulnerable dwarves from at least three different angles. The archers take turns firing as they tighten their pincer maneuver, keeping the dwarves pinned behind their walls.

Just as it was a century ago, this ancient cavern is once again the scene of a vicious battle. The massive cave is divided into the following general areas.

A. MAIN CAVERN ENTRANCE

The trail from the surface terminates on this ledge 30 feet above the cavern floor. The PCs can descend the wide, graduated shelves of rock at half their movement rate without the need for a Climb check. The ledge provides the PCs with higher ground but leaves them a full 600 feet from the action.

B. DWARVEN BASE CAMP

After the first few Bezekira raids, the excavation team organized their camp into a small military outpost. The dwarves collected the nearby rubble and stacked it into four tight walls around their camp's perimeter, leaving small spaces as firing ports for their crossbows. Inside the walls is a small village of tents. The central tent has been converted into a makeshift command center.

Creatures: The remainder of the Dawn Rock clan excavation team is huddled within this shelter.

Male and female mountain dwarf warriors (23): hp 6; *Monster Manual* 91.

In addition to their dwarven waraxes, the Dawn Rock clansmen each wield light crossbows instead of shortbows. Each dwarf is down to his last five bolts.

C. THE RUBBLE FIELD

In her final battle, the dwarven hero Gesti Vausra collapsed a huge section of wall and ceiling in the north half of this cave to bury herself and her enemy. Now, thousands of tons of jagged rock fill this area. The rubble is considered rough terrain. In addition, the rubble provides cover to any prone creature within the area.

D. RAID PORTS

The six areas on the map marked **D** denote fox holes in the rubble field or smaller tunnel entrances to the main cavern, used by the tieflings to stage raids against the dwarven base camp.

Creatures: A unit of three Bezekira begins at each point on the map marked **D**. The Bezekira are led by *Sosias*, who coils around the waist of a tiefling samurai named Shugo Jai, the Bezekira's deadliest combatant. *Sosias* traveled far to recruit Shugo Jai, and used his ego to slowly overpower Jai's mind until the samurai came to believe that it is his destiny to free his ancient mistress. Jai is rarely seen without his darkwood devil mask, and only when he removes it does it become clear that the mask's razored horns are actually his. Jai and *Sosias* begin the combat by joining the Bezekira unit at the easternmost of the points marked **D**. See "The Erynies' Rope" sidebar for more information on *Sosias*. Although the stat block given in the sidebar is correct for an intelligent magic item, his stats have been rendered here using

the monster stat block format to make it easier to run him in combat.

The Bezekira, male and female tiefling warriors (18): hp 5; *Monster Manual* 209. Instead of the Weapon Focus (rapier) feat, the Bezekira have the Blind-Fight feat.

In addition to their rapiers, instead of a light crossbow the tieflings also wield blood-red longbows patterned after the weapon wielded by their erinyes ancestor. Each tiefling has 20 arrows.

Shugo Jai CR 3

Male tiefling warrior 2/samurai 2
LE Medium outsider (native)
Monster Manual 209
Init +2; **Senses** darkvision 60 ft.; Listen +0, Spot +0
Languages Common, Infernal

AC 18, touch 11, flat-footed 17
hp 31 (4 HD)
Resist cold 5, electricity 5, fire 5
Fort +8, **Ref** +2, **Will** +0

Spd 20 ft.
Melee mwk katana +7 (1d10+2/19–20) or mwk katana +5 (1d10+2/19–20) and mwk short sword +5 (1d6+1/19–20)
Ranged composite longbow +6 (1d8+2/x3)
Base Atk +4; **Grp** +6
Combat Gear *potion of aid, potion of protection from arrows*
Spell-Like Abilities (CL 4th)
1/day—*darkness*

Abilities Str 14, Dex 15, Con 14, Int 10, Wis 11, Cha 12
Feats Blind-Fight, Exotic Weapon Proficiency (katana), Two-Weapon Defense, Two-Weapon Fighting
Skills Bluff +3, Concentration +2, Climb +4, Craft (calligraphy) +2, Diplomacy +2, Hide –4, Intimidate +3, Jump –2, Ride +3, Sense Motive +1
Possessions combat gear, banded mail, masterwork katana, masterwork short sword, blood-red composite longbow (+2 Strength) with 20 arrows, darkwood devil mask, 2 flasks of unholy water, jade carving of an erinyes devil (50 gp), 5 pp, 50 gp

Sosias the Cobra CR 2

Rope of climbing and entanglement
LE small magic item
Init +3; Senses darkvision 60 ft.; Listen +0, Spot +0
Languages Common, Infernal, Undercommon

AC 22, touch 15, flat-footed 19
hp 12; **DR** 5/slashing; **Hardness** 10; self-repair (1 point per 5 minutes)
Immune as construct
Fort +9, **Ref** +9, **Will** +0

Spd 20 ft.
Melee —
Base Atk —; **Grp** —
Special Atk entangle
Spell-Like Abilities (CL 1st):
3/day—*bless*

1/day—*minor image* (DC 13)

Abilities Int 15, Wis 10, Cha 15

Skills Bluff +12

Entangle (Ex) *Sosias* can entangle any single creature of Large size or smaller within 20 feet. An entangled creature moves at half speed, cannot run or charge, and takes a –2 penalty on attack rolls and a –4 penalty to its effective Dexterity score. An entangled creature that attempts to cast a spell must make a Concentration check (DC 15 + the spell's level) or lose the spell. An entangled creature may escape with a DC 20 Strength check or a DC 20 Escape Artist check.

THE FINAL BATTLE

By the time the PCs arrive, one tiefling in each of the six battle groups has already cast *darkness* on an arrow and fired it into or near the wall of the dwarven fort at a strategic point, limiting the dwarves' field of vision. The tieflings then creep closer, taking turns laying down a hail of covering fire with their bows. In response, the dwarves attempt to conserve their limited ammo, firing just enough to slow the tiefling advance.

Once the scarab beetles enter the cavern, the pace of the battle quickly changes. The bugs instinctively run toward the clouds of *darkness* carpeting the fort and activate their flare abilities, using their glide ability to descend from the cavern ledge. If the glowing bugs make it to within 20 feet of the fort, the tiefling's *darkness* clouds are dispelled. A hearty cheer explodes from the dwarven compound and the dwarves re-shoulder their crossbows, taking advantage of their superior numbers and cover. The tieflings respond by concentrating their shots on the scarab beetles, trying to kill them to neutralize their glow.

Shugo Jai plans to storm the fort, hoping to distract the dwarves long enough for his comrades to kill any scarab beetles. He buys time by fighting defensively, relying on his Two-Weapon Defense feat. Shugo Jai also seeks out any PCs who establish themselves as major threats. *Sosias* casts *bless* on Shugo Jai and any tieflings nearby. Once the battle is underway, *Sosias* also casts *minor image* to create an illusion of Szenra Ka, the Bezekira's ancestral erinyes mother, rising from the cavern in order to inspire any demoralized tielfings. When *Sosias's* team makes it to the encampment wall, *Sosias* snakes up to the top and knots his body so that any tieflings nearby can quickly climb over with a simple DC 5 Climb check. Once his minions are inside, he uses his *entangle* ability to ensnare and distract as many dwarven crossbowmen as possible. Persuaded that they cannot fail, the tieflings all fight to the death. Only *Sosias* tries to slip away if the battle proves lost, slithering back into the rubble from whence he came.

One possible alternative to running the entire battle at once is to simulate the battle with smaller skirmishes based on the PCs' overall strategy:

If the PCs advance out into the battlefield: Six tieflings flank the PCs' advance, three on each side (an EL of 3). If the PCs neutralize both units, they immediately attract Shugo Jai and *Sosias's* unit (an EL of 5). If during either of these battles a tiefling activates its *darkness* ability in order to capitalize upon the Bezekira's Blind-Fight feats, a scarab beetle arrives in 1d4 rounds and negates it with its flare ability. If the PCs survive this second and final wave, presume that their efforts, plus the contribution of the scarab beetles at the outpost, enables the rallied dwarves to defeat the remaining three battle groups with minimal losses.

If the PCs join-up with the dwarves inside the fort: Divide the PCs into two groups. Have half of them engage in a long range missile battle with three tieflings on the west side, while the other half of the party does the same on the east wall (two separate EL 2 encounters). Be sure to give the PCs an AC bonus for cover. If the PCs succeed, give them four rounds to prepare before Shugo Jai's unit suddenly scales the barricade with *Sosias's* assistance. If the PCs hold fast and survive, you can assume that the dwarves have defeated the remaining tieflings as above.

If the PCs remain up on the shelf at the cavern entrance and support the dwarves from afar: The Bezekira initially ignore the PCs and focus on the scarab beetles that leapfrog toward the outpost. If the PCs establish themselves as a threat, Shugo Jai's unit ducks out one of the exits at point **D** and doubles-back, suddenly emerging behind the PCs from the same entrance the PCs used. Unless the PCs anticipate this maneuver or hear the Bezekira coming, they are surprised. The tieflings have a Move Silently skill of +1 (–4 for the heavily armored Shugo Jai) but the PCs have a penalty of –10 on their Listen checks due to the echoes of the intense cave combat. If the PCs are victorious, assume the dwarves defeat the remaining Bezekira, but unless the PCs helped even the odds before they were ambushed, the dwarves will have incurred many more injuries and losses, commensurate with their tougher fight.

Ad Hoc Experience Award: Give a CR 1 experience point award to the party for each giant scarab beetle they successfully deliver to the excavation site (to a maximum of 10 CR 1 awards) plus a CR 4 award if the party turns the tide of the battle in favor of the Dawn Rock clan. Increase the award to CR 5 if the PCs uncover that the Bezekira are trying to free an erinyes and warn the dwarves.

CONCLUDING THE ADVENTURE

If the PCs fail to deliver the scarab beetles or if the PCs fall in the final battle, the dwarven outpost is overrun and the Dawn Rock clan fails to retake the cavern until it is too late. After several weeks, the Bezekira free Szenra Ka and the erinyes is once again free to plot evil upon the material plane. Szenra Ka takes particular care to ensure that the descendants of the dwarf who imprisoned her are the first to suffer from her machinations.

On the other hand, if the PCs repel the Bezekira and fortify the excavation site with scarab beetles, the Dawn Rock clan will be entrenched. Even if *Sosias* escapes, he can't recruit another force before the dwarves have secured the cavern and established a supply line back to the surface.

If the PCs uncover the Bezekira's true goal to free their erinyes ancestor and they alert the excavation team, the PCs eliminate any chance that the dwarves might accidentally release Szenra Ka during the course of their dig. The Dawn Rock clan calls for clerics from neighboring clans to provide the expertise

necessary to ensure that the erinyes is properly destroyed and not released.

If *Sosias* survives, but his mistress is doomed, he ties a knot in himself for each of the PCs, vowing that each knot will remain tied until that particular PC is killed as punishment for their aid to the Dawn Rock clan.

In addition to the gold promised by Farhorn, the dwarves of the Dawn Rock Clan further offer to provide the PCs with 1,000 gp worth of new armor or weapons. The Dawn Rock clan can make any metal item found in the *Player's Handbook* upon request, including masterwork weapons and armor. The dwarves also pledge a lifetime of armor and weapon maintenance, which is provided any time the PCs return to Vultania Gorge. The Dawn Rock Clan-King himself takes notice of the PCs and invites them to return as his guests at the dwarves' annual Feast of the Forge in five months' time. If the party attends, he awards each of them with a finely-crafted scarab-shaped brooch as a memento of their brave deeds. While themselves non-magical, the scarabs have had a divine *continual flame* cast upon them (a total value of 150 gp each).

Finally, if Curano La'San retained the PCs at the start of the adventure, the dwarves eventually unearth *Twinoch* and grant Curano his audience. The PCs are also invited, and you can use the intelligent, speaking urgosh as a springboard to the PCs' next adventure. If *Sosias* got away, *Twinoch* can also warn the PCs of the rope's vengeful spirit.

APPENDIX 1: NEW MONSTER

The original Giant Scarab Beetle was created by Wolfgang Baur, first appearing in DRAGON Issue #227 ("Monsters of the Underdark") and in DUNGEON Issue #70 ("Kingdom of the Ghouls").

GIANT SCARAB BEETLE

This black-shelled beetle is over twelve feet long. Its wings beat with an ear-splitting buzzing sound as its abdomen lights up with the white fire of a brilliant sun.

GIANT SCARAB BEETLE **CR 2**

Always N Large magical beast

Init –1; **Senses** darkvision 60 ft.; Spot +2, Listen +2

AC 12, touch 8, flat-footed 12 (–1 size, –1 Dex, +4 natural)

hp 37 (5 HD)

Immune mind-affecting effects

Fort +6, **Ref** +3, **Will** +1

Spd 20 ft., burrow 5 ft.

Melee bite +7 (1d8+3)

Space 10 ft. **Reach** 5 ft.

Base Atk +5; **Grp** +12

Special Atk flare

Abilities Str 16, Dex 9, Con 15, Int 1, Wis 10, Cha 9

SQ glide

Feats Alertness, Skill Focus (Jump)

Skills Jump +46 (includes a +40 racial bonus)

Environment any underground

Organization solitary, pair, or herd (8–20)

Treasure none

Advancement 6–9 HD (Large), 10–15 HD (Huge)

Flare (Su) As a move action, scarab beetles can use their wings to ignite the phosphorescence in their abdomens, generating an intense light. In addition to illuminating the area around the beetle within a 150-foot radius, the light dispels all magical darkness effects within 20 feet that originate from spells up to 2nd level. The searing light also causes 1d6 points of damage per round to any undead or creature from the plane of shadow (such as shadow mastiffs) within 20 feet. A scarab beetle's flare lasts for one round per HD, after which the scarab beetle undergoes a refractory period of 1d4 rounds before it can flare again. As it uses its wings to propel the flare, a scarab beetle loses its racial bonus to Jump checks and its glide ability while its flare is active.

Glide (Ex) A giant scarab beetle cannot fly, however its wings give it a +40 racial bonus on Jump checks. In addition, any time it falls more than 10 feet it is entitled to a DC 15 Reflex save. Success halves the damage from a fall of any height.

Not naturally aggressive, giant scarab beetles typically flee from most predators. If pressed or irked by a smaller opponent, however, they lash out unpredictably with their bite. The only exceptions are undead and shadow creatures. Giant scarab beetles are instinctively driven to attack these creatures, an instinct that some say was instilled in them by the divine will of Pelor himself.

Giant scarab beetles travel in large herds. They prefer wide caverns where they graze on bat guano or hunt for their favorite prey: cave crickets. They are fond of rolling dung into huge balls, which they carry until they can use them as containers for their eggs or store them in their tunnel nests. While viewed by many as the "cattle of the Underdark," some sun cults revere giant scarab beetles, viewing them as holy animals and symbols of rebirth.

APPENDIX 2: BUG HERDING

Handle Animal checks are used to herd the giant scarab beetles through the Underdark (remember, this skill can be used untrained in cases like these where the character isn't trying to train or rear a creature). As a further advantage, any PC who uses the wild empathy class ability to adjust an individual bug's attitude from indifferent to friendly (DC 15) receives a +4 circumstance bonus on any Handle Animal checks with that particular insect. Adjusting a bug's attitude to friendly is

difficult: the PC receives a –4 penalty on the initial wild empathy roll as the behavioral patterns of the giant vermin are quite different from the kinds of animals with which druids and rangers typically build rapport. Finally, if a PC cracks open the scent jar they received from Farhorn and uses it to coax a scarab beetle to go where they want, the PC receives a +6 circumstance bonus and may be granted an immediate retry on any previously failed roll. The jar only has ten doses.

PCs may also try herding individual beetles by roping them around their necks with an oversized lasso. This can be achieved with a DC 10 Use Rope check (DC 15 if the beetle is moving or DC 20 if it is jumping). Once roped, the beetle resists and the PC must win an opposed Strength check. If the PC succeeds, the beetle relents and the PC receives a +6 circumstance bonus on any Handle Animal checks the PC makes while the PC continues to hang on to the tailing end of the rope. The successful use of a lasso also grants the PC a retry on any previously failed Handle Animal check.

COMMON BUG HERDING CHECKS

Here are the DCs for some of the more common tasks the PCs are likely to attempt during this adventure.

DC 5: Keep an existing herd of scarab beetles traveling in a forward direction during an hour of uneventful travel.

DC 5: *+1 per beetle:* Form a herd out of a disorganized pack.

DC 10: Change an existing herd's direction or have the herd select a single fork in a tunnel.

DC 10: Aid another PC to provide her with a +2 circumstance bonus on her Handle Animal check.

DC 15: Keep a herd steady during a full round of combat.

DC 15: Drive a stray, lost, or injured beetle back to the herd.

DC 15: Drive a beetle to navigate a challenging or dangerous obstacle such as a cliff or river.

DC 20: Halt a stampede of six beetles.

This DC increases by +5 for each additional 6 beetles. Each time a PC fails a Handle Animal check by 5 or more, one or more beetles rebels. To determine the actions of a rebellious bug, roll a d6 and consult the list of onerous acts below.

1. *Flare:* Excited, the targeted bug (or a random bug if the PC is attempting to drive the herd) activates its flare ability. Other than possibly drawing the attention of nearby monsters, this act is probably harmless.
2. *Wander:* The targeted bug (or a random bug if the PC is attempting to drive the herd) wanders off. The beetle either meanders further ahead of the herd down the tunel or back the way it came (a 50% chance of either). Unless a PC takes steps to recover it quickly, the bug becomes hopelessly lost within 2d6 minutes.
3. *Bite:* If the offending PC is within its reach, a single bug tries to deliver a powerful nibble (+5 to hit, 1d8+3 points of damage). Having made its point, the bug does not follow up the attack.
4. *Bug Kiss:* With a sudden display of unsolicited affection, which is as surprising as it is creepy, a beetle briefly embraces the face of a PC with its sticky mandibles and then continues on its way.
5. *Trample:* Annoyed, the offended bug (or a random bug if the PC is attempting to drive the herd) tries to overrun the PC in an attempt to knock the PC prone. If successful, the bug moves directly through the PC's space before becoming docile again.
6. *Feud:* As an unintended consequence of the PCs'intervention, two random bugs begin fighting one another, alternating between jumping head butts and bites. Unless the PCs intervene, each scarab beetle takes 1d8+3 damage before they grudgingly move on. The sudden conflict can be resolved peacefully before any beetles are hurt with a successful DC 20 Handle Animal check.

SCALING THE ADVENTURE

For 1st–2nd-level characters, one way to reduce the level of difficulty is to ensure that the adventure's villains primarily target the giant scarab beetles. This increases the PCs' chances of survival while still preserving a sense of danger as the PCs struggle to defend their herd.

Alternatively, you can decrease the capabilities of the opposition as follows: make the Throttler in area **4** an ordinary choker, make the Rider in area **5** a 1st-level warrior, and reduce the number of tiefling warriors in area **6** to two. In the final battle in area **7**, reduce the number of tieflings by six and make Shugo Jai a level 2 warrior. Have *Sosias* oversee and direct the battle instead of participating in combat. Finally, you should either lower the DC of the Profession (herdsman) checks by 2 or have Farhorn provide the PCs with 2–3 extra scent jars.

For 4th–5th-level characters you should have the phantom fungus in area **1** team up with a violet fungus. Give the Throttler in area **4** three more levels of adept. Provide the Rider in area **5** with two more levels of ranger and advance Gorger by two Hit Dice. In area **6**, Naegauth should have two more levels of wizard, along with *bracers of armor +2*. She should also be joined by four additional tieflings, each with a flask of alchemist's fire. For the final battle at the excavation site in area **7**, there should be two more teams of tieflings (6 more total). Give Shugo Jai two more levels of samurai (or four more levels of warrior) as well as a *+1 spell storing katana (dispel magic)*. Finally, give *Sosias* a greater power such as the ability to cast *slow* 3/day.

Michael Kortes writes that word count limits are an accursed infernal blight, and believes that they will inevitably be smited by a well-equipped party. Although he enjoyed writing "Home Under the Range," he vehemently denies the allegation that he frequently uttered "yeehaw" while typing the encounters. Special thanks go to Wolfgang Baur for designing the original dung-toting, undead-blasting giant scarab beetle.

AND MADNESS FOLLOWED

BY MATTHEW HOPE

BY CHRIS STEVENS, MIKE FRANCHINA AND GALA FERRIERE

YELLOW SIGN DESIGNED BY KEVIN A. ROSS

BY ROBERT LAZZARETTI

ANY SETTING, *MID*-LEVEL (6TH–12TH), URBAN

Antonal Telthin died as he lived—alone. His sprawling manor lay empty at the edge of the village of Hallowfeld for many years until a famous bard moved to town. Sophia Lasilaran chose Telthin Manor as her home because of its remote location, hoping it would give her a relaxing place to work. Little did she know that Telthin's legacy waited, patient but potent, in the basement below, and that on the night she discovered the hidden chamber her life would change forever.

"And Madness Followed" is a D&D adventure designed for four 9th-level characters. The adventure takes place in three urban locations—a small village, a town, and a sprawling city. The town and city have been left fairly undetailed to help you place them into any campaign world with ease.

Adventure Background

Sophia Lasilaran made her name (and fortune) in the city of Indar with her masterfully written plays and popular tales of courtly intrigue and social commentary. After her time in the limelight, Sophia grew tired of city life and retired to the remote rural town of Hallowfeld. There, in a house on the outskirts of the village, she continued to write. New works from the famous playwright continued to appear on stages throughout the nation, and if their frequency had lessened, the quality of her work had not. Some of her critics took offense at the increasingly dark and surreal themes in her plays, but the masses couldn't love them more.

In truth, these themes are a symptom of a terrible transformation. Sophia chose her new home in Hallowfeld for a very specific reason—it was once owned by an eccentric scholar named Antonal Telthin. Sophia hoped living in his home would inspire her, and she got her wish when she discovered a secret compartment in the wall of the house's basement. Within the compartment was a collection of notes Telthin made concerning the nature of reality—he believed that mortal senses were flawed, and that they interpreted the truth of existence incorrectly. Telthin believed that "true" reality lay behind what people perceived, and he dedicated his life to finding a way to bring this reality to light.

Telthin wrote of his desire to find and obtain a copy of a fabulously rare text called the *Carcosa Codex*. That he was eventually able to procure a copy was immediately obvious, for at the bottom of the hidden compartment

was a tattered book bound in yellowed leather. Sophia studied the *Carcosa Codex*, and the insidious magical tome opened her mind to the twisted and alien plane known as the Far Realm.

As Sophia's dreams grew increasingly haunted by visions of alien cities, haunted lakes, and mysterious entities, her work grew dark and morbid. Yet the influence of the Far Realm also opened her mind to untapped wells of creativity. Her imagination became a link between the Material Plane and the Far Realm, and she became a tool for an alien entity mentioned in the tome only as the King in Yellow, but known to others as Hastur.

Over the years that followed, Sophia's work grew darker as the influence of the King in Yellow grew stronger. At the same time, she toiled in secret on her masterpiece, a play inspired by the whispers in her dreams. She titled the play *The King In Yellow*, and she knew that it would be her masterpiece. As she worked, others came to her house—bards who claimed to have been led to her by their dreams. Three such allies arrived over the course of a year, and Sophia knew that her King had sent them to help bring his testament to the masses. They formed the King's Players, and now that her work is complete, the unsuspecting village of Hallowfeld will be the first to witness its performance and fall under the King's sway.

Adventure Synopsis

The PCs come to the village of Hallowfeld for reasons of their own, only to find the quaint country village empty. Before long, the PCs are assaulted by the village's surviving populace—men and women who have been transformed into misshapen monsters. After these twisted creatures are defeated, the characters discover clues that reveal what happened in Hallowfeld—that the madness and change was wrought by a troupe of bards called the King's Players, and that they are even now on their way toward the town of Lamid.

Larger than Hallowfeld, Lamid has not been completely ruined by the King's Players when the PCs arrive. Yet neither is the town safe—the King's Players have worked their magic, and the center of town has been turned into a madhouse. There, the PCs once more encounter locals that have twisted and changed into pseudonatural terrors. In the aftermath, they learn that the King's Players have moved on to the city of Indar.

Arriving at Indar, the PCs finally have a chance to put an end to the trail of madness, although they'll need to work fast. The King's Players have already begun their performance to a packed audience of unsuspecting victims in Indar's great playhouse.

Adventure Hooks

The simplest method to begin "And Madness Followed" is to have the PCs come upon the empty village of Hallowfeld as they journey from one point to another. They may wish to stop in Hallowfeld to rest or grab a quick dinner before moving on.

It's more satisfying, however, if the PCs have a reason to visit Hallowfeld. You can use the lure of the village's most famous resident to get them to visit the quaint village with one of the following hooks.

- Rumor on the entertainment circuit is that Sophia Lasilaran recently completed another masterpiece, and that she's called three famous bards to her home in Hallowfeld to aid in the production of this play. The PCs are hired by a dying aristocrat who fears he'll pass away before the play is released. Too old and frail to travel, he hires the PCs to go to Hallowfeld and procure a copy for him to read before he dies. Alternately, the PCs could be hired by an unscrupulous bard to steal the work so that he can claim it as his own.
- The PCs are hired by a nobleman named Basilan who's too busy to travel. His daughter's 20th birthday draws near, and he wants to give her something special to celebrate. She's a great fan of Sophia Lasilaran's early work, so he asks the PCs to secure an autographed copy of one of these, *The Silent Stranger*. Basilan entrusts a first-edition copy to one of the PCs and promises a payment of 4,000 gp if the PCs can return it to him with Sophia's autograph before his daughter's birthday in three weeks.
- Sophia Lasilaran's newest plays and novels have disturbing imagery and elements in them. Her latest work, *Cuthbert's Widow*, caused a fair bit of controversy in its near-heretical representation of St. Cuthbert's life before godhood. The PCs could be asked by a representative of the church of St. Cuthbert to visit Sophia, interview her, and determine if she is a threat to the church. Alternately, the PCs may be asked by a competing faith to visit Sophia in an attempt to commission a sequel to further annoy the church of St. Cuthbert.

Further Reading

Many of the themes, creatures, and locations mentioned in this adventure owe their genesis to the weird fiction of Robert W. Chambers, Ambrose Bierce, and H. P. Lovecraft. If you'd like to increase the presence of the King in Yellow, Hastur, the Yellow Sign, and the threat of Carcosa in your campaign, you should seek out their work as further inspiration, particularly Robert W. Chambers's "The Yellow Sign."

These elements comprise a larger body of fiction popularly known as the Cthulhu Mythos, based on the writings of H. P. Lovecraft. Many of Lovecraft's stories revolve around madness and unknowable alien entities, and they can certainly help in inspiring further adventures in the vein of "And Madness Followed." For DMs seeking game statistics for the monsters and magic of the Cthulhu Mythos, a good place to start is the *Call of Cthulhu* roleplaying game published by Chaosium, Inc. Wizards of the Coast has produced a version of this game using the D20 rules, and Chaosium recently released *Tatters of the King*, a mega-adventure that further explores the mysteries of Carcosa and its alien rulers.

Act 1: Hallowfeld

The village of Hallowfeld is cradled in a rustic stretch of farmland, where the rolling hills and tall grasses occasionally give way to a small hamlet or village. Residents of Hallowfeld are pleasant and welcoming to visitors, and life there is quiet and slow. They're aware of Sophia Lasilaran, but to them, she's little more than another face at the tavern. Her fame carries no special privileges here. Unfortunately, by the time the PCs arrive in Hallowfeld, these idyllic times are over. Hallowfeld has been murdered, and all that remains for the PCs is its brutalized corpse.

At 9th level, PCs have many options for overland travel, including *teleport*. You should strive to place Hallowfeld somewhere in your campaign world that the PCs can't quickly reach. As long as they haven't personally had contact with anyone in the village in the last week or so, the surprise waiting for them there won't be spoiled. Hallowfeld is located far enough off the beaten track that word of its doom has not quite leaked out. The PCs are the first to visit since the King's Players unveiled the premiere of *The King in Yellow* on the unsuspecting village.

It was only upon its performance that Sophia realized the true nature of her work, and that realization was her final step from sanity into madness. The play is a ritual designed to establish a portal between the Material Plane and the nightmarish Far Realm city of Carcosa. When the portal opened, the lucky ones went mad. Those closest to the portal or the most susceptible to Carcosa's presence were transformed, and what they became made short work of their gibbering neighbors.

Yet the portal only remained open for a moment. Sophia later realized that its strength was directly proportional to the number of souls observing the performance—there simply weren't enough people in Hallowfeld to establish a permanent connection to Carcosa. She needed a larger audience, and so she and her players left the ruins of Hallowfeld for the nearby town of Lamid.

The Empty Village (EL 9)

Since the departure of the King's Players, Hallowfeld has become a ghost town. Those few villagers that did not attend the performance tried desperately to fight off the abominations their friends and relatives had become. Many were too demented to do anything but wallow in their own madness, helpless against the horrors that roamed the streets. In the past few days, the pseudonatural monsters spawned that night have grown hungry.

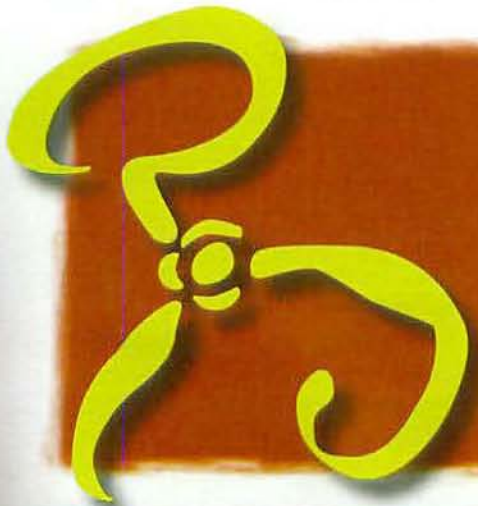
When the characters arrive, all that remains of the village are a few buildings around what used to be the community center. Many buildings are burnt partially or completely, and terrific bloodstains mar the streets and remaining facades. Strangely, there are no bodies (they have been eaten by the heritors of Hallowfeld).

The most curious thing the PCs find (before they're attacked by the town's former citizens) is a strange and unsettling marking on the wall of the town's general store. This mark is made in yellow paint and depicts a strange rune of three hooked arms around a circle. This is the Yellow Sign—the symbol of the King in Yellow.

A character with the Track feat who investigates the churned ground in Hallowfeld and makes a DC 12 Survival check notices that many of the prints are decidedly inhuman, and that the town square was recently the focus of a terrible slaughter. If he beats this DC by 10 or more, he also notices that since this slaughter, only one set of tracks has left town—trails from four humanoids lead down the road toward the town of Lamid.

Creatures: As the PCs reach the village square, but before they enter any of the buildings, allow them to make DC 10 Listen checks. Those who succeed hear strange noises coming from the buildings—sounds of feet dragging across floorboards, a curious heavy breathing laced with a strange hissing, and an unnerving sloshing and slurping.

Characters who make these checks may take one standard action when the transformed citizens of Hallowfeld burst from every door and window surrounding them. The villagers have been transformed into near-mindless pseudonatural mockeries of humans. Their skin is a pale white, with a yellowish tint that seems almost luminescent. Their flesh is rubbery and soft, and their forms lack any



The Yellow Sign

This unsettling rune is the symbol of Hastur and the King in Yellow. It symbolizes madness and transformation and also serves as a focus for the city of Carcosa. Those who look upon the Yellow Sign become filled with vague sensations of unease. Any creature within 100 feet of a visible Yellow Sign suffers a –2 morale penalty on all saving throws against *confusion* and insanity effects. In addition, whenever someone in this area takes Wisdom damage or drain, he suffers an additional point of damage or drain over what he would have normally taken. With a DC 25 Knowledge (arcana) check, a spellcaster who casts *symbol of insanity* can cause the symbol to manifest as the Yellow Sign. This causes the caster to take 1d6 points of Wisdom damage, but the *symbol of insanity* created manifests at +2 caster levels and the DC to resist its effects likewise increases by 2.

rigidity or apparent skeletal structure. They no longer possess humanoid heads—in their place are nests of writhing pseudopods and delicate pale feelers. These were the people of Hallowfeld, and they are the least of the PCs' worries.

Initially, a pack of a dozen of these pseudonatural humans slops out of the surrounding buildings to attack. Most of these creatures were once commoners, but one was a man named Wallace Kohl, a human warrior who commanded the Hallowfeld militia. He is distinctive among the monsters in that he wields a handaxe and sickle in his deformed, tentacled arms, whereas the others fight with pitchforks. Unlike most pseudonatural creatures, these poor souls cannot assume humanoid form.

Two rounds later, they are joined by a pair of menaces that managed to slither in through the Carcosa Portal before it closed. These are wystes, wormlike monsters that huddle inside the ruined general store and crash out into the street with trumpeting roars. Their translucent skin reveals strange, twisted strands of pulsing organs underneath, and their faces are little more than gaping toothed maws surrounded by tentacles.

Transformed Villager (12) **CR 1/2**
Pseudonatural human commoner 1
CN Medium outsider
Lords of Madness 162
Init +0; **Senses** Listen +2, Spot +2
Languages Common

AC 10, touch 10, flat-footed 10
hp 5 (1 HD)
Resist acid 5, electricity 5; **SR** 11
Fort +0, **Ref** +0, **Will** +2

Spd 30 ft.
Melee pitchfork +0 (1d6)
Base Atk +0; **Grp** +0
Atk Options true strike

Abilities Str 11, Dex 10, Con 11, Int 10, Wis 10, Cha 10

SQ alien form
Feats Iron Will, Toughness
Skills Craft (various) or Profession (various) +4, Handle Animal +4, Listen +2, Spot +2
Possessions pitchfork, tattered clothes

Alien Form (Su) Other creatures receive a –1 morale penalty on attack rolls against a transformed villager due to its alien appearance and writhing form.

True Strike (Su) Once per day, a transformed villager can gain a +20 insight bonus on a single attack roll. In addition, it suffers no miss chance against a target that has concealment or total concealment when making this attack.

Wallace Kohl **CR 5**
Male pseudonatural human warrior 5
CN Medium outsider
Lords of Madness 162
Init +5; **Senses** Listen –1, Spot –1
Languages Common

AC 15, touch 11, flat-footed 14
hp 35 (5 HD); **DR** 5/magic
Resist acid 10, electricity 10; **SR** 15
Fort +6, **Ref** +2, **Will** +0

Spd 30 ft.
Melee mwk handaxe +6 (1d6+2/×3) and mwk sickle +6 (1d6+1)
Base Atk +5; **Grp** +7
Atk Options true strike

Abilities Str 15, Dex 12, Con 14, Int 10, Wis 8, Cha 13
SQ alien form
Feats Improved Initiative, Toughness, Two-Weapon Fighting
Skills Handle Animal +8, Intimidate +8, Ride +8
Possessions chain shirt, masterwork handaxe, masterwork sickle

Alien Form (Su) Other creatures receive a –1 morale penalty on attack rolls against Wallace due to his alien appearance and writhing form.
True Strike (Su) Once per day, Wallace can gain a +20 insight bonus on a single attack roll. In addition, he suffers no miss chance against a target that has concealment or total concealment when making this attack.

WYSTES (2) **CR 5**
N Huge aberration
Monster Manual II 200
Init +1; **Senses** blindsight 120 ft.; Listen +6, Spot +6

AC 18, touch 9, flat-footed 17
hp 47 (5 HD)
Immune acid
Fort +6, **Ref** +2, **Will** +4

Spd 10 ft., swim 40 ft.
Melee 7 tentacles +7 (1d4+6)
Space 15 ft.; **Reach** 10 ft.
Base Atk +3; **Grp** +17
Atk Options improved grab
Special Atk bite

Abilities Str 22, Dex 13, Con 20, Int 1, Wis 11, Cha 8
Feats Alertness, Weapon Focus (bite)
Skills Listen +6, Spot +6, Swim +14

Bite (Ex) A wyste can attack a grappled foe with its bite, gaining a +4 bonus on this attack (+11 melee). If it misses, the wyste drops the grappled foe, who falls prone in an adjacent square of the wyste's choosing. If the bite hits, the victim takes 1d6+9 points of damage. The wyste automatically deals this damage every round that follows in which it maintains its hold.
Improved Grab (Ex) To use this ability, the wyste must hit with a tentacle attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity. If it wins the grapple check, it establishes a hold and can try to swallow the opponent in the following round. A wyste can only make one improved grapple attack in a round, no matter how many tentacles hit its opponent, although it gains a +2 bonus on its grapple check for each additional tentacle hit beyond the first.

Tactics: These creatures are fueled by their madness and have no interest in conversation. They fight in a disorganized manner, with any semblance of tactics being little more than a coincidence. This fight should be fast, furious, and frightening, especially if the transformed commoners use their true strike on the first round of combat to make it appear that they're far better combatants than they actually are.

Development: Once the pseudonatural creatures are dispatched, their bodies sizzle and melt away into noxious fumes, almost as if the alien matter of their flesh were being rejected by the world. Within a few minutes, all that remains of the dead are their clothes, weapons, and a few oddly flexible bones.

Telthin Manor

Once the PCs look over the village and determine there is little of interest remaining, their attention should turn to the large manor house that overlooks the village. This is Telthin Manor, where Sophia spent the last several years of her life. It is to this imposing edifice the PCs were likely traveling in the first place, but now that they've found the village in ruins, Telthin Manor should take on an ominous shade.

No map of the manor is provided, as the PCs are in little danger while they explore the place. Each hour the PCs search, allow them a DC 15 Search check to uncover some sort of clue; when a clue is discovered, you can either roll on the following table or simply pick one that matches the area of the manor the PC was focusing his attentions on.

Telthin Manor Clues

d6	Roll Clue
1	**Study:** A collection of notes, written in a cramped, spidery script, about the "true nature of reality." These were the original notes written by Telthin. The pages mention his desire to find the *Carcosa Codex*, his belief that reality is an illusion, and his desire to strip this illusion away from the world so that he can experience the truth of life.
2	**Study:** In a locked desk drawer (Open Lock DC 25) are notes written in a flowing script for Sophia's newest play, a work she's titled *The King in Yellow*. These notes are disjointed and difficult to follow. A DC 25 Decipher Script check is enough to determine the general plotline of the play (see Act III). No Decipher Script check is needed for the reader to determine that the inspiration for this play came from dreams Sophia experienced after reading something called the *Carcosa Codex*.
3	**Study:** Many of the papers and books found in this room contain drawings of the Yellow Sign in the margins. Although none of these signs are currently infused with madness, the sheer number of drawings is unnerving.
4	**Library:** There's a small section of the library devoted to novels and plays (many of which are penned by Sophia, but if one of your PCs has written anything, a copy of his work might show up here). The majority of the books are associated with the occult, ancient history, and the influence of art on magic (and vice versa). A fair amount of these books are controversial, and many have been banned in larger cities. If the PCs came to Hallowfeld to secure proof of Sophia's heretical beliefs, there's plenty of evidence here to satisfy anyone who hired them.
5	**Bedrooms:** Telthin Manor has four bedrooms. In three, the PCs should find evidence that someone has recently been using them. The fourth bedroom is the master bedroom, and judging by its decor it is obviously the one that Sophia used. A search of this room

uncovers a piece of parchment on the desk that contains a list of everyone who once lived in Hallowfeld. Nearly four dozen names have checkmarks next to them (these are people Sophia convinced to attend her premiere performance of *The King In Yellow*). At the bottom of the page, Sophia has written in Auran: "Likely not enough people—Lamid, perhaps?" A DC 10 Knowledge (local) check is enough to realize that Lamid is the largest town within a few days' travel of Hallowfeld.

6 **Basement:** A DC 25 Search check reveals the hidden compartment where Telthin stored his notes. All that remains here now is the ancient copy of the *Carcosa Codex* that Telthin found and Sophia studied. She's learned all she can from the nefarious tome, and in her maddened state she forgot all about it. The PCs can use the *Carcosa Codex* to learn more about the forces they're facing, but it's unlikely given the time constraints of the adventure that they'll have a chance to do so before they confront the King's Players in Indar. See the "Carcosa Codex" sidebar for more information about this dangerous tome.

Maegen Brimworth

Maegen Brimworth (LG female human commoner 2) is a simple young farmer who was as excited as anyone to see a live performance of the local star's newest work. Fortunately for her, she was late to the play and arrived at the town square just in time to witness the Carcosa Portal's closing and the transformation of many of her friends and neighbors. The sight was too much, so she fled. Providence brought her to the doorstep of Telthin Manor, and she entered to *find* a hiding place. When the transformed villagers began to mill about the manor, she retreated in terror into the attic, where she now cowers in fear.

Maegen

Maegen still hides in the attic of Telthin Manor, afraid even to venture out to find food or water. If the characters find her, she shrieks wildly about how the monsters came and transformed her friends. She can be calmed with a successful DC 25 Diplomacy or Intimidate check, or with magic like *charm person, calm emotions,* or a bard's *fascinate* ability. Offering her food or water grants a +5 bonus on any Diplomacy checks made to calm her.

Malnourished and still shaky, Maegen's clothes are torn and spattered with dirt and blood from her flight from the town square. Her long dark hair hangs limply across her dirty face. Her eyes open wide, and when not directly spoken to she stares into space. If she's calmed down enough, the PCs can speak to her. Nonetheless, what she's seen has driven her mad, so her responses might not make perfect sense. She speaks in a quiet voice, and if exposed to the color yellow, she quickly flies back into a fit of shrieks and tears (requiring another calming attempt).

Maegen can tell the PCs that Sophia had taken up three guests over the last few months, and that these guests were going to aid in putting on her new play. The premiere performance was to take place here in Hallowfeld, but Maegen was late, for which she now thanks St. Cuthbert.

Once Maegen is calm, she can easily be persuaded to follow the party. She follows where they lead even if they don't invite her along, but she refuses to return to Hallowfeld and flees immediately upon seeing the Yellow Sign. She's in no condition to care for herself, and if abandoned here by the PCs, she'll soon starve to death. Anyone who can make a DC 10 Knowledge (local) check (remember that a DC 10 Knowledge check can be attempted untrained) knows that the closest settlement where they can arrange for someone to care for Maegen is the town of Lamid. She can be cured of her madness by *heal, greater restoration,* or more powerful restorative magic.

Act II: Lamid

The journey from Hallowfeld to Lamid should be short and uneventful. Lamid is about 26 miles from Hallowfeld; just over a day's travel on foot for a party moving at a speed of 30 feet. The PCs may feel pressed for time to get to Lamid, but no matter how long they take to get there, they arrive 24 hours after the King's Players performed and left for their final destination.

The Carcosa Codex (minor artifact)

This thick, ancient tome is written in an archaic form of Common that sees little use today. In order to understand the codex, the reader must make a DC 30 Decipher Script check. Sophia has made extensive notes (in Auran) in the margins of the book, so a character who can read Auran need only make a DC 25 Decipher script to understand the codex's contents. Comprehending the book requires 48 hours of study over a minimum of six days.

Much of the *Carcosa Codex* is near-senseless philosophical rantings about the nature of dreams and art, but buried in the text are some truly frightening secrets. The anonymous writer claims knowledge of an ancient city called Carcosa that exists on a distant world in another dimension. Carcosa is a place of tall buildings and haunting sounds, said to be ruled by a mysterious figure mentioned at times in the work as the King in Yellow and at other times as an entity called Hastur. In places, the writer seems confused as to whether the city itself is named Carcosa or Hastur.

Perhaps the most disturbing facet of the book is its contention that Carcosa is in fact a strange form of "parasitic city" that can infiltrate reality through the dreams of artists, infecting the Material Plane and then drawing the infected portions into itself to grow.

Once a character reads and comprehends the *Carcosa Codex*, he gains a +2 inherent bonus on Knowledge (arcana) and Perform checks. He also gains the ability to use *dream* and *nightmare* as spell-like abilities once a day each. The *Carcosa Codex* also contains instructions for the creation of a magic item called a *pallid mask*. If the reader meets the minimum caster level required to create the *pallid mask*, the *Carcosa Codex* effectively grants the reader the Craft Wondrous Item feat and the prerequisite spells needed to create a *pallid mask*; the creator need only expend the time, money, and XP to create it.

The *Carcosa Codex* was in fact written by the King in Yellow himself. Any character who reads the entirety of the *Carcosa Codex* takes 1d4 points of Wisdom damage upon comprehending the complex work. Thereafter, he must make a DC 15 Fortitude save each day to avoid taking another 1d4 points of Wisdom damage. A character reduced to 0 Wisdom in this manner becomes a pawn of the King in Yellow—this is the fate that befell Sophia (at this point the victim's Wisdom no longer suffers damage and can eventually heal back to normal).

This condition is a curse, and as such it can be removed by *break enchantment* or *remove curse*. Once the condition is removed, the character loses the spell-like abilities and inherent bonuses granted by the book and must study the codex again to regain them. A character who becomes the thrall of the King in Yellow is likely lost forever; only the most powerful magic (*miracle* or *wish*) can save such a damned soul.

Strong enchantment [chaos, evil]; CL 20th; Weight 3 lb.

The King's Players traveled to Lamid on foot, using *Tenser's floating disc* to transport their gear and props. Once they arrived, they wasted no time making arrangements with the locals, booking a performance of *The King In Yellow* for that same evening. The citizens of Lamid were quite excited by the fact that Sophia had chosen their town as the site for the "premiere" of her play (no one could know that this would be the second performance). This time, the Carcosa Portal that opened at the end of the performance was much more stable and exposed the surrounding area to a more potent burst of madness; yet still there weren't enough souls to make the portal permanent. Disappointed, the King's Players quietly packed their gear and moved on toward the city of Indar, leaving the heart of Lamid a riot zone.

Much larger than Hallowfeld, Lamid is a small town of about 1,200 people. Lamid's primary function is as a farming town—it is one of the settlements that supports the larger city of Indar. For most of the farmers in the region, Lamid is known as the "town," while Indar is the "big city." One of Lamid's greatest draws is a simple stone open-air amphitheater where the locals can enjoy performances and hold town meetings.

Lamid (Small Town): Conventional; AL LN; Population 1,200; 800 gp limit; Assets 48,000 gp; Mixed (human 79%, halfling 9%, half-elf 5%, dwarf 3%, gnome 2%, elf 1%, half-orc 1%).

Authority Figures: **Mayor Geoff Bresnik** (LN male human aristocrat 3).

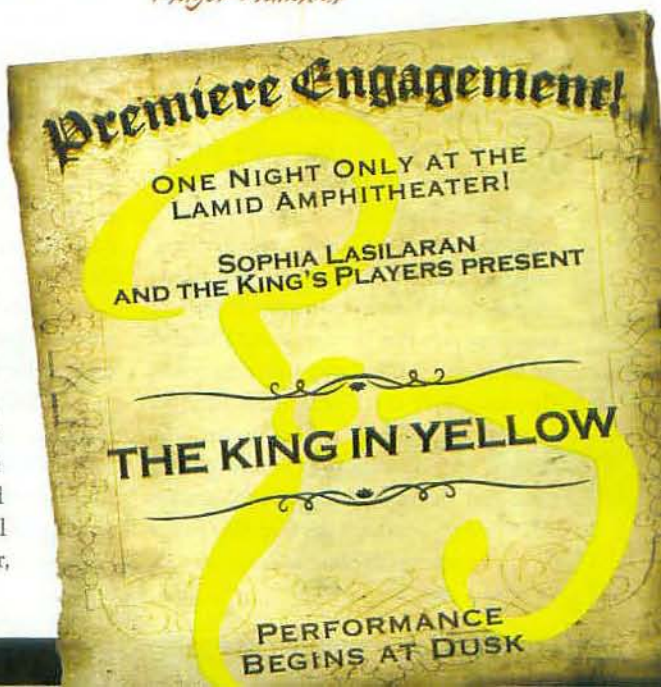
Important Characters: **Colbert Radcliff**, constable (LG male human warrior 7); **Kthunk Cihlar**, local hero (LN male dwarf fighter 8); **Iniborg Auriol**, priest of St. Cuthbert (LN male half-elf cleric 3); **Noria Wolfe**, amphitheater manager (LG female human expert 2).

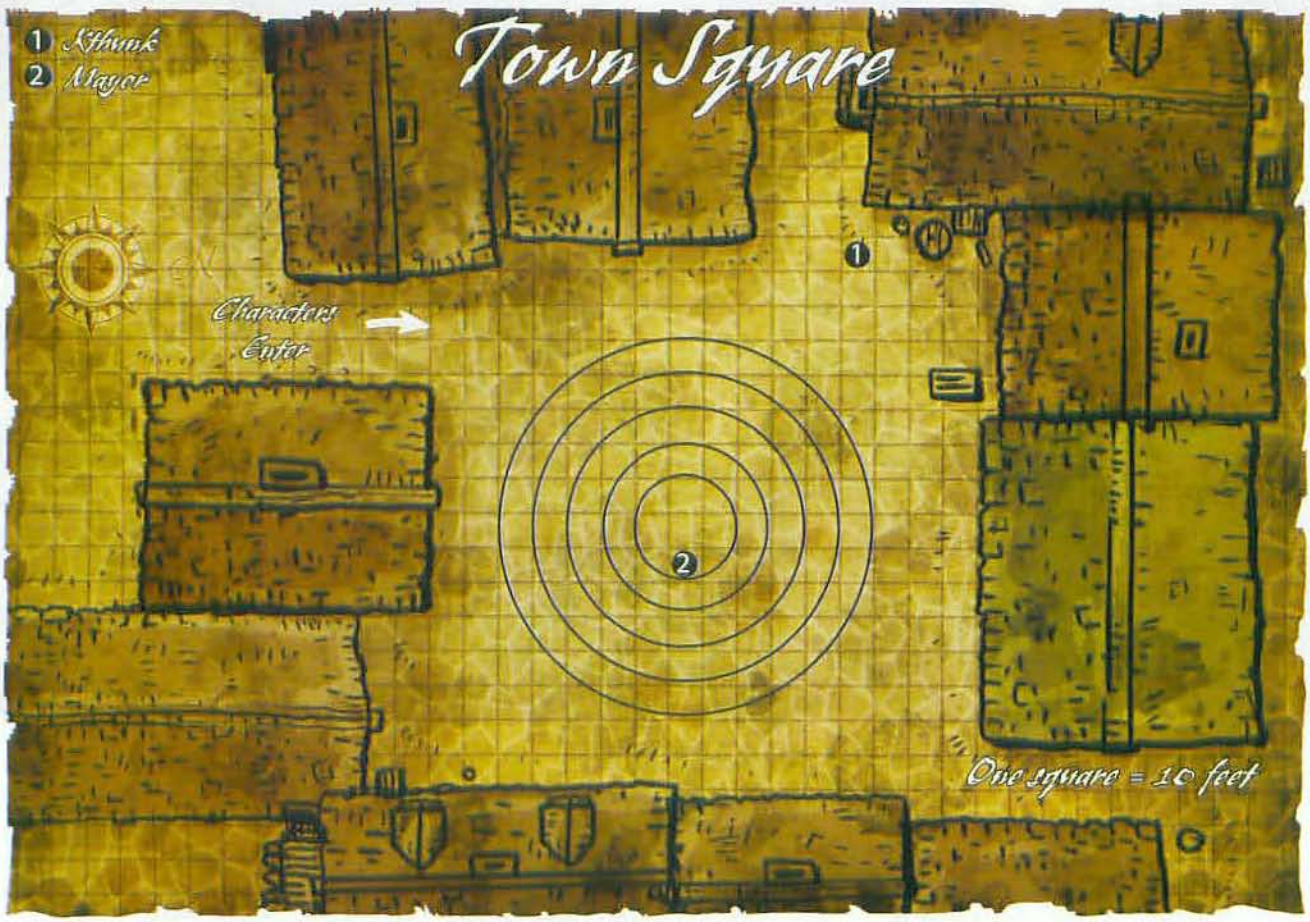
Entering Town

By the time the party arrives in Lamid, the town is in total chaos. The night before, the King's Players performed *The King in Yellow* to an audience of nearly one hundred, and now a large portion of the town's population has gone mad. Colbert Radcliff, the town constable, has managed to contain the maddened rioters and the monstrously transformed citizens within a fairly small district in the town's center, but the hasty barricades he erected are beginning to fail. Townsfolk are doing their best to follow Radcliff's orders, and some have been formed into a militia to help maintain control. They are doing a poor job, and Radcliff knows it's only a matter of time before the chaos in the center of town spreads.

Two significant problems face Radcliff. His primary concern is that his old friend and the town's mayor, Geoff Bresnik, attended the performance last

Player Handout


Premiere Engagement!
ONE NIGHT ONLY AT THE LAMID AMPHITHEATER!
SOPHIA LASILARAN AND THE KING'S PLAYERS PRESENT
THE KING IN YELLOW
PERFORMANCE BEGINS AT DUSK



night. Radcliff doesn't know if Geoff lives or, indeed, if he even remains human, but he hopes to organize a rescue attempt as soon as possible. Also missing in the town square is a local dwarven hero named Kthunk Cihlar.

When the characters arrive, screaming chaos rules the heart of Lamid. Most of the town's inhabitants huddle in their homes, and no businesses are open. A large crowd of conscripted townsfolk has gathered outside the barricades erected in the center of town. It is here that Constable Radcliff tries desperately to stem the tide of madness. Upon arriving, anyone the PCs speak to nervously directs them toward the town center and recommends that they seek out Radcliff. As they work their way through town, they see empty shops and closed shutters everywhere. The PC who makes the highest Spot check notices a piece of litter tumbling along the street and recognizes a disturbing mark on the face; this paper is reproduced as the handout on page 41.

Following the sounds of screams and cries brings the PCs to the edge of the town square, where one man is clearly in charge. This is Constable Colbert Radcliff, a middle-aged human who stands just under six feet tall with short, light-brown hair. Surrounding him are dozens of frightened conscripts, men and women standing guard at a barricade of wagons, crates, rubble, and lumber that blocks the street into the town commons. From beyond the barricade comes the sound of strange, gibbering cries. Now and then a particularly shrill voice cries out above the others, shrieking phrases like, "The King came for us all, and he granted us the wisdom of Carcosa," "He chose some, they are his children now," or "The Harbinger brought us gifts from the King in Yellow!"

Constable Radcliff notices the PCs soon enough, and approaches them quickly. He takes their names and asks them what they're doing in town. If he realizes that the PCs are adventurers, he'll try to conscript their aid immediately.

If he learns of the doom that came to Hallowfeld from the PCs, he grows visibly pale and shaken, and his desire to deal with the monstrous mob in the town square grows. Constable Radcliff promises the PCs anything they ask for (up to a reward worth no more than 5,000 gp, since this is all the militia can afford). He balks at sending any of the militia in with the PCs, since they're only untrained soldiers, and even then he needs everyone he has on hand to keep the mobs contained if the PCs fail.

Constable Radcliff can tell the PCs what he knows, which unfortunately isn't much. Last night, a special performance of Sophia Lasilaran's new play turned to madness. No one knows exactly what happened, although about an hour after dark there was a tremendous flash of nauseating yellow light and the strange sound of rushing water. Almost immediately thereafter, the screams

began. By the time Radcliff arrived with the militia, those unfortunate enough to be caught in the town commons were either dead or had joined the mob. Barricades were hastily erected, but the militia took heavy losses in so doing. The mob members themselves are obviously townsfolk, although they've been transformed into monsters. Constable Radcliff sees no other choice but to destroy these abominations before they escape, and he hopes the PCs agree.

If the PCs tell Radcliff that Sophia and the King's Players were behind it all, he grows grim-faced. He's not sure if the King's Players are still in town—in the chaos of last night, they certainly had ample opportunity to escape unnoticed. If they are still in the town commons, he asks the PCs to capture them, alive if possible, but dead if not. His final request is a more personal one: rescue the mayor. Radcliff is certain he still lives and has not become one of the monsters, for it is the mayor's shrill voice that can be heard shrieking the blessings of the King from the town's maddened square.

The Mob of Madness (EL 10)

Once the PCs cross the barricade and enter the town commons, they should be struck by the change. Within, buildings have been vandalized, signs and doors torn down, lanterns smashed on the cobblestones, and litter strewn throughout. Worst are the bodies—dozens lie dead in various states of wholeness. Body parts lie in gutters or hang from broken windows. Corpses fester in tangled heaps, in many cases bearing signs of cannibalism. The closer the PCs get to the town square and the amphitheater, the worse things get. Here and there they may spot a lone transformed commoner lurking in a shadowed alley or in a ruined building, hunched over something red and wet or simply twitching in a nerveless heap. For the most part, these solitary transformed commoners pose little threat, and the PCs should be able to reach the amphitheater with ease.

The amphitheater itself is in ruins. Seats have been torn apart and bodies lie strewn everywhere. The central stage is recessed into the ground, and it is filled to a depth of 3 feet with brackish, bloody water in which more corpses float. Here and there, the Yellow Sign glares from buildings and walls, applied with yellow paint in some cases, in blood in others, and in some places crudely carved into wooden walls by knives or fingernails.

Creatures: As the PCs step into the town square, the mob of transformed commoners responsible for all this carnage attacks. With a roar, a crowd of transformed humanoids surges out of the alleyways and shop fronts on the opposite side of the town square. This mob of frenzied pseudonatural humans numbers about 50, each of which is slightly different in some terrible way—but all of which are equally monstrous. The mob wields broken timbers, stones, discarded weapons, and anything else it can get its hands on, and as it notices the PCs, it charges.

After the mob surges forth, a lone figure comes into view behind it, almost as if it were directing the crowd's motions. This creature is all that remains of Kthunk Cihlar, a local hero once held in great esteem by the townsfolk. He was afforded the seat of honor during the performance, and as such suffered the brunt of the Carcosa Gate. Now transformed into a half-farspawn monstrosity, Kthunk has become a leader of sorts to the mob. Kthunk is short and stocky, any resemblance to his birth form mocked by the atrocious tentacles that writhe from his torso and mouth. One rubbery hand grips a wicked axe, its edge caked with gore.

Down in the amphitheater, standing in fouled water up to his knees, is Mayor Geoff Bresnik. He rants and raves, pacing violently around the flooded center of the amphitheater, waving his arms and frothing at the mouth, yet somehow being ignored by the monstrous foulness around him.

Kthunk Cihlar

Mob of Madness CR 8

CN Gargantuan outsider (mob of 48 Medium pseudonatural human commoners)

Dungeon Master's Guide II 61, *Lords of Madness* 162

Init +0; **Senses** Listen +2, Spot +2

Languages Common

AC 6, touch 6, flat-footed 6

hp 135 (30 HD)

Immune mob anatomy

Resist acid 5, electricity 5; **SR** 11

Fort +9, **Ref** +9, **Will** +17

Spd 20 ft.

Melee mob (5d6)

Space 20 ft.; **Reach** 0 ft.

Base Atk +22; **Grp** +34

Atk Options expert grappler

Special Atk trample 2d6 (Reflex DC 25)

Abilities Str 11, Dex 10, Con 11, Int 10, Wis 10, Cha 10

SQ alien form, mob traits

Feats Improved Bull Rush, Improved Overrun, Iron Will, Toughness

Skills Craft (various) or Profession (various) +4, Handle Animal +4, Listen +2, Spot +2

Alien Form (Su) Other creatures receive a –1 morale penalty on attack rolls against a transformed villager due to its alien appearance and writhing form.

Expert Grappler (Ex) A mob can maintain a grapple without penalty and still make attacks against other targets normally. A mob is never considered flat-footed while grappling.

Mob Anatomy (Ex) A mob is not subject to critical hits or sneak attacks. It cannot be flanked, tripped, grappled, or bull rushed. Each specific creature that is slain, disabled, or otherwise incapacitated by spells or effects that target specific creatures bestows two negative levels on the mob. A mob that gains 30 negative levels breaks up as if reduced to 0 hit points. Negative levels gained in this manner are not the result of negative energy (and thus cannot be blocked by *death ward* or removed by *restoration*), but they never result in permanent level loss. A mob takes half again as much damage (+50%) from spells or effects that affect an area, such as splash weapons and many evocation spells. A mob can occupy the same space as a creature, since it tramples over and moves around its victims. It can move through squares occupied by enemies and vice versa without impediment, although a mob provokes an attack of opportunity if it does so. A mob can move through openings large enough for its component creatures.

Mob Traits (Ex) A mob is treated as a single entity similar to a swarm, save that it is made of larger creatures. A mob reduced to 0 hit points breaks up, although damage taken until this point does not degrade its ability to attack or resist attack. A mob is never staggered or reduced to a dying state by damage. Mobs don't make standard attacks. Instead, they deal 5d6 points of bludgeoning damage to any creature whose space they occupy at the end of their move, with no attack roll needed. Mob attacks ignore concealment and cover. Damage reduction applies to mob attacks. A mob that simply moves over a creature and doesn't end its movement with that creature in one of its occupied squares can trample the creature. A trampled creature takes 2d6 damage and can either make an attack of opportunity against the mob or can make a DC 25 Reflex save to take half damage.

Kthunk Cihlar CR 8

Male half-farspawn dwarf fighter 6

CE Medium outsider (native)

Lords of Madness 152

Init +2; **Senses** blindsight 60 ft., darkvision 60 ft.; Listen +1, Spot +1

Languages Common, Dwarven

AC 27, touch 11, flat-footed 26

hp 69 (6 HD); **DR** 5/magic; Diehard

Resist acid 10, electricity 10; **SR** 16

Fort +11, **Ref** +4, **Will** +5; +2 vs. spells

Spd 20 ft.

Melee *+1 dwarven waraxe* +12/+6 (1d10+7/×3) and 4 tentacles +5 (1d4+2)

Base Atk +6; **Grp** +9

Atk Options true strike

Combat Gear *potions of cure moderate wounds* (2)

Spell-Like Abilities (CL 6th)

3/day—*blur*

1/day—*stinking cloud* (DC 14), *touch of idiocy* (DC 13)

Abilities Str 18, Dex 14, Con 22, Int 10, Wis 12, Cha 13

SQ dwarf traits

Feats Diehard, Endurance, Improved Initiative, Iron Will, Quick Draw, Weapon Focus (dwarven waraxe), Weapon Specialization (dwarven waraxe)

Skills Intimidate +10, Ride +11

Possessions *+1 full plate, +1 dwarven waraxe, +1 heavy steel shield, cloak of resistance +1, amulet of natural armor +1*

Alien Form (Su) Kthunk's natural weapons are treated as magic weapons for the purpose of overcoming damage reduction. His body is horribly amorphous and gelid. He cannot be flanked, and is not subject to extra damage from critical hits. Creatures native to the Material Plane take a –1 morale penalty on attack rolls against Kthunk.

True Strike (Su) Once per day, Kthunk can gain a +20 insight bonus on a single attack roll. In addition, he suffers no miss chance against a target that has concealment or total concealment when making this attack.

Development: Once the mob and Kthunk are defeated, the militia can begin the process of reclaiming the town's commons. Many have died, but the town will heal in time. The mayor is not violent, although he is insane. Constable Radcliff takes him to the temple of St. Cuthbert for care, and eventually he'll receive a *heal* spell that cures his madness. The constable also provides any rewards he promised the PCs, and allows them to keep Kthunk's gear as further compensation for saving their town.

He then imparts to the PCs some disturbing news. After they told him of the events in Hallowfeld, he asked around and discovered from numerous sources that the King's Players were indeed spotted late last night leaving Lamid with their gear and props floating on a *floating disc*. They seemed to be in no hurry, but the road they were taking leads directly to the city of Indar.

Act III: Indar

The town of Indar is the major population center of the region—the central settlement and government capital. Indar is ruled by a strong military force, having long ago secured

this region from the indigenous goblin tribes that once claimed it. The military government pays tribute to the aristocracy and keeps the region secure while being able to govern as they see fit.

Indar itself is a port city, a busy trading hub that serves as an anchor for dozens of merchant houses and traders. Religion is also a strong facet of the city, with a "temple quarter" featuring no less than a dozen different churches and cathedrals to a wide array of deities. Yet Indar's greatest claim to fame is its entertainment—to many, Indar is known as the City of Wonders. Indar's taverns and bakeries boast some of the tastiest meals in the kingdom, the museums are vast and cover many themes, and it seems that every weekend brings some new festival or parade to the sparkling city streets, to say nothing of Indar's wealth of opera houses, playhouses, and theaters. It is here that Sophia Lasilaran was born and nurtured her talents, and it is here that she will finish her career in a haze of madness, terror, and blood.

Indar (Small City): Nonstandard (military); AL LN; Population 11,500; 15,000 gp limit; Assets 8,625,000 gp; Mixed (human 79%, halfling 9%, half-elf 5%, dwarf 3%, gnome 2%, elf 1%, half-orc 1%).

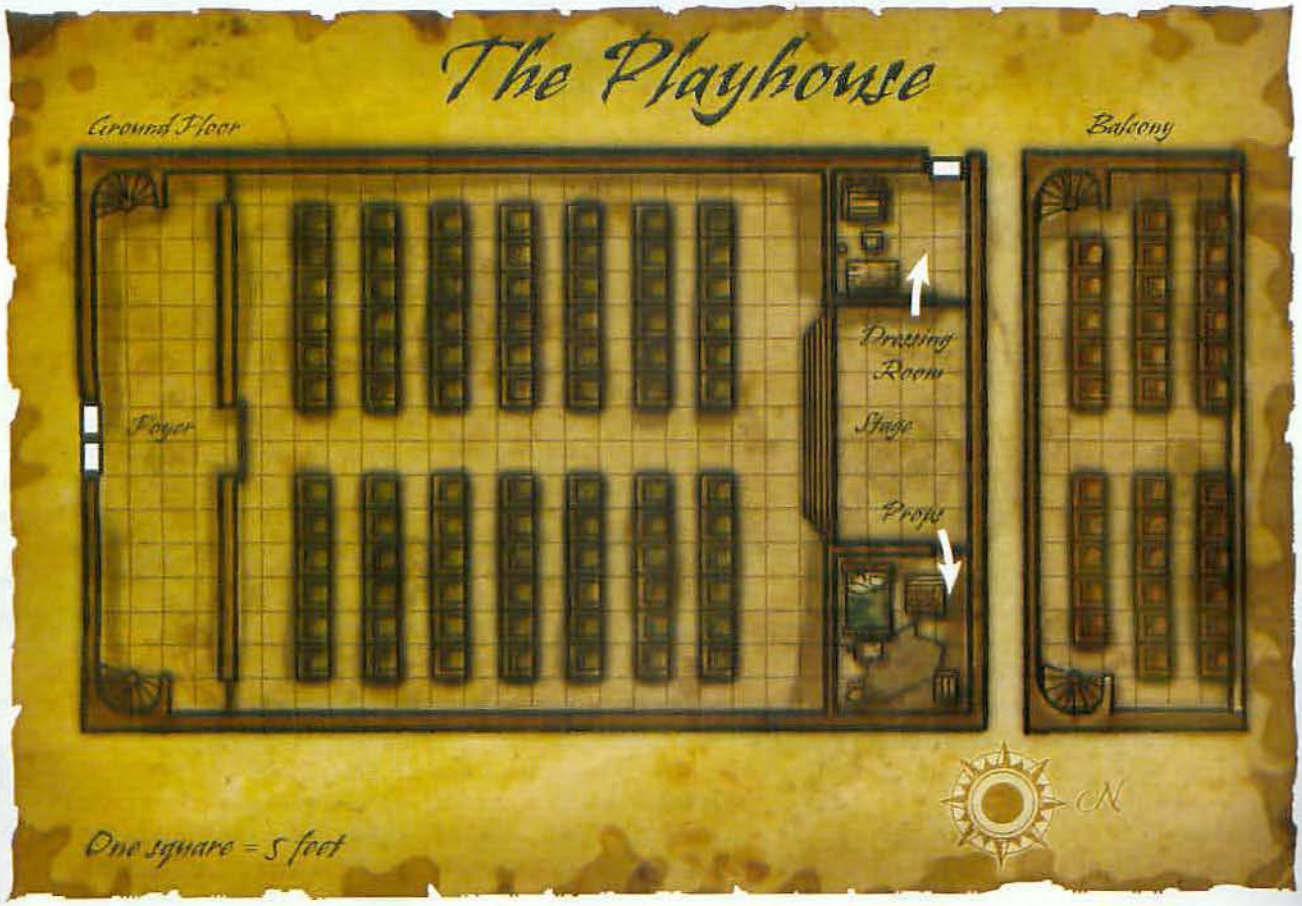
Authority Figures: **Marten Cole**, Count of Indar, (LN male human aristocrat 3/fighter 8); **Dagmar Chand**, captain of the guard (LN male human warrior 9).

Important Characters: **Cronin Dahl**, Guildmaster of Artistry (LN male human bard 8); **Loas Salcedo**, high-priest of Hieroneous (LG male half-elf cleric 10); **Adderly Burgner**, Merchant's Guildmaster (LN male human expert 11); **Peral**, High Arcanist of Indar (NG female elf wizard 11).

Fashionably Late

Indar is just over 20 miles away from Lamid. When the PCs learn that the King's Players are heading to Indar, they may attempt to rush to the city to stop the performance before it begins. Unfortunately, by the time the PCs have settled things in Lamid, the King's Players have already secured time in Indar's famous Legion Playhouse. When the PCs reach Indar, the play has already begun.

Arriving in town, the party should quickly notice the numerous flyers posted on lampposts, tavern doors, and fences throughout Indar announcing the "premiere" of a new play by Sophia—these fliers are similar to the one they may have noticed in the streets of Lamid, save that the play's location is listed as the Legion Playhouse and the show is scheduled to start at about the same time as the PCs' arrival in Indar. A DC 10 Knowledge (local) or bardic knowledge check is enough to know the location of this famous playhouse; otherwise, it's a simple matter to secure directions to the playhouse from anyone in town, since everyone knows that Sophia's new play is opening. Many of those whom the



PCs talk seem to be bitter about not being able to attend the play; tickets to the event sold out in less than an hour.

In any event, the PCs should arrive at the Legion Playhouse after the doors have closed and the play is in progress.

The Legion Playhouse

The King's Players are performing to a sold-out crowd of approximately two hundred people from all walks of life. By the time the PCs reach the Legion Playhouse, *The King In Yellow* is well under way. The audience watches raptly, already enthralled by the hypnotic performance, but until the play reaches its conclusion the terrible transformation that struck Hallowfeld and Lamid will not occur.

Read the following text when the party reaches the playhouse.

The Legion Playhouse is a large wood and stone building located in the city center. Its tall, gothic roof looms over dark alleys to either side, its facade giving it the feel of a place of worship rather than a theater.

The King's Players have no real reason to suspect that anyone seeks to disrupt their performance, and as such they have not posted guards at the entrances to the playhouse. They have taken the precaution of locking the doors, though. Two doors provide entrance into the playhouse; the oversized wooden front doors and a smaller door around the side at the end of a narrow alleyway. There are no windows in the playhouse, and the external masonry walls are a foot thick.

Characters who enter via the front doors find themselves in a vacant foyer. This room is empty even of attendants (they have moved into the theater itself to observe the performance from the back of the room). Heavy black curtains hang in archways to the north and through these can be heard the strange sounds of the play in progress.

Those who enter through the back door find themselves in an empty dressing room. A black curtain hangs to the east—the sound of the performance is much louder from this vantage point, as this curtain opens directly onto the stage itself.

The prop room contains various unused flats and pieces of stage dressing that aren't being used in the current performance.

External Walls: 1 ft. thick; Hardness 8; hp 90; Break DC 35.

Entry Doors: 3 in. thick; Hardness 5; hp 30; Break DC 27; Open Lock DC 30.

Back Door: 2 in thick; Hardness 5; hp 20; Break DC 25; Open Lock DC 30.

Crashing the Play (EL 12)

This large chamber has a gently sloping floor, allowing those seated in the rows an excellent view of the stage area to the north. The audience sits raptly, a full house of silence as all eyes remain fixated on the performance on the stage.

The stage itself has been decorated to resemble a great throne room. At stage center is a looming throne of what looks like sickening yellow-green stone gilt with gold runes, some of which seem to writhe and twitch. A colonnade of pillars rises behind the throne, beyond which is an amazingly realistic backdrop that looks out over an alien city of spires and domes. The dark waters of a lake dominate the horizon, and strange moons glow in the skies above.

On stage, four figures are visible. Their voices echo through the hall, reverberating off of the walls in a strangely hypnotic cadence. On the throne is seated what must be the titular king in the play, a figure dressed in tattered yellow robes that conceal the actor's face and body completely. He watches quietly as he gazes upon a figure seated before him, perhaps a prisoner. This actor is androgynously handsome, wears a form-fitting suit of chainmail, and wields a long whip made of what looks like a braided length of blonde hair that ends in a cruel razor-edged hook. To either side of the throne stand the remaining two actors. One is a lean, muscled man with an expression of contempt on his chiseled features. He wears a chain shirt and holds a scimitar before him.

The fourth figure wears a yellow-green robe and revealing clothes. In her hands, she wields a long, gnarled quarterstaff, and her face is hidden behind a feminine porcelain mask, the brow of which bears the all-too-familiar Yellow Sign. Although she wears a mask, her voice is clear, and the lips on the mask seem to move to match her words.

"Strange is the night where black stars rise, and strange moons circle through the skies, but stranger still is Lost Carcosa!"

The King in Yellow still has some time to go before it concludes. Part of the play's magical nature is that the exact words and developments of the plot forge a potent illusion similar to that created by a *screen* spell; if interacted with, a DC 25 Will save allows a character to see through the illusion (including the realistic backdrop and the writhing nature of the runes on the throne), but it does not protect him from the dangerous effects of the performance.

The general plot of the play remains the same for all viewers. In brief, *The King in Yellow* tells the story of a city in the throes of a succession conflict that is visited by a stranger wearing a pale mask bearing the Yellow Sign. This stranger claims that the city is doomed, and that the King in Yellow shall soon come to rule what remains after the city has faded away. The stranger is killed, whereupon the killers discover that the terrible mask is not a mask at all. The play ends as their city is absorbed and transformed into the haunted city of Carcosa, the domain of the King in Yellow.

For the viewers of this performance, the city being replaced is in fact Indar.

Woven into the fabric of the performance is an extended *enthrall* spell cast by Sophia; the entire audience has succumbed to this spell, and will remain enthralled for the duration of the nearly two-hour-long performance. Once the PCs enter the main room, they must make DC 16 Will saves to avoid being enthralled by the performance as well.

Creatures: The King's Players are all human bards (although three of them are multiclassed). Their primary skill is in enrapturing others with their magic, although if forced to fight they are more than capable of defending themselves.

Enoch's bat familiar Ziren lurks in the rafters above the stage where he watches over the area (Listen +12, Spot +8). If he notices intruders attempting to sneak onstage, he uses his empathic communication to warn Enoch. Otherwise, the four bards must make Spot checks to notice the PCs approaching through the crowd. If the PCs are trying to sneak, this check is opposed by their Hide checks; otherwise, it's a flat DC 10 Spot check for any of the four bards to notice the latecomers. If the bards notice the PCs and recognize them as trouble (automatically, if the PCs are armed or armored), they react as detailed under Tactics, below.

Pallid Mask

This porcelain mask appears blank, save for the mark of the Yellow Sign on the forehead. When worn, it immediately inflicts 1d4 points of Wisdom damage, unless the wearer makes a DC 15 Will save. This damage cannot be healed as long as the mask is worn. Removing the mask causes the wearer to make another DC 15 Will save to avoid 1d4 points of Wisdom damage, but once the mask is off, the damage may be cured by rest or magic.

While worn, the *pallid mask* fills the wearer's mind with alien images of Carcosa and the whispers of the King in Yellow. These minor hallucinations do not harm the wearer, but any creature that attempts to mentally contact the wearer (via *detect thoughts*, *dominate person*, or *telepathy*) must make a DC 15 Will save or take 1d6 points of Wisdom damage.

Up to three times per day, the wearer may use the *pallid mask* to cast a quickened *lesser confusion*. If the Yellow Sign on the mask's brow is visible to the target, he takes a –2 morale penalty on saves against this effect.

Moderate Enchantment; CL 10th; Craft Wondrous Item, *touch of idiocy*, *lesser confusion*; Price 10,000 gp.

Sophia Lasilaran **CR 10**

Female human bard 7/alienist 3
CE Medium humanoid
Complete Arcane 21

Init 3; **Senses** Listen –1, Spot –1
Languages Auran, Common

AC 20, touch 15, flat-footed 17
hp 42 (10 HD)
Fort +4, **Ref** +9, **Will** +7

Spd 30 ft.
Melee +0 *defending quarterstaff* +5/+0 (1d6–1)
Base Atk +6; **Grp** +5

Special Atk bardic music 7/day (countersong, *fascinate*, inspire courage +1, inspire competence, *suggestion* [DC 17])
Spells Known (CL 10th)
4th (1/day)—*cure critical wounds, summon monster IV*
3rd (3/day)—*confusion* (DC 17), *dispel magic, haste, major image* (DC 17)
2nd (4/day)—*cat's grace, enthrall* (DC 16), *invisibility, mirror image*
1st (4/day)—*charm person* (DC 15), *cure light wounds, lesser confusion* (DC 15), *Tasha's hideous laughter* (DC 15)
0 (3/day)—*dancing lights, ghost sound* (DC 14), *mage hand, mending, prestidigitation, read magic*
Spell-Like Abilities (CL 20th)
1/day—*dream, nightmare* (DC 17)

Abilities Str 8, Dex 16, Con 12, Int 13, Wis 8, Cha 19
SQ alien blessing, bardic knowledge +10, summon alien
Feats Augment Summoning, Combat Casting, Enlarge Spell, Exotic Weapon Proficiency (whip), Extend Spell, Skill Focus (Perform [act]), Spell Focus (conjuration)
Skills Concentration +14, Decipher Script +14, Knowledge (arcana) +16, Knowledge (history) +14, Knowledge (the planes) +14, Perform (act) +22, Profession (playwright) +12, Spellcraft +16
Possessions *+1 glamered chain shirt, +1 defending quarterstaff, cloak of Charisma +2, pallid mask, ring of protection +1*

Alien Blessing (Ex) Sophia gains a +1 insight bonus on saving throws at the expense of 2 points of Wisdom.
Summon Alien When Sophia uses a *summon monster* spell to summon a celestial or fiendish creature, she instead summons a pseudonatural version of the creature. She cannot summon nonpseudonatural creatures.

CARCOSAN BAT CR —
Pseudonatural dire bat
N Large outsider (extraplanar)
Monster Manual 62, *Lords of Madness* 162
Init +6; **Senses** blindsense 40 ft.; Listen +12, Spot +8

AC 20, touch 15, flat-footed 14
hp 30 (4 HD); **DR** 5/magic
Resist acid 5, electricity 5; **SR** 14
Fort +7, **Ref** +12, **Will** +6
Spd 20 ft., fly 40 ft. (good)
Melee bite +5 melee (1d8+4)
Space 10 ft.; **Reach** 5 ft.
Base Atk +3; **Grp** +10
Atk Options true strike

Abilities Str 17, Dex 22, Con 17, Int 3, Wis 14, Cha 6
SQ alien form
Feats Alertness, Lightning Reflexes
Skills Hide +4, Listen +12, Move Silently +11, Spot +8

Alien Form (Su) Other creatures receive a –1 morale penalty on attack rolls against a carcosan bat due to its alien appearance and writhing form.
True Strike (Su) Once per day, a carcosan bat can gain a +20 insight bonus on a single attack roll. In addition, it suffers no miss chance against a target that has concealment or total concealment when making this attack.

POTIFER GERINALDI CR 7
Male human bard 4/fighter 3
CE Medium humanoid
Init +5; **Senses** Listen –1, Spot –1
Languages Common

AC 18, touch 12, flat-footed 17
hp 37 (6 HD)
Fort +5, **Ref** +6, **Will** +4

Spd 30 ft.
Melee *+1 scimitar* +9/+4 (1d6+4/18–20) and *+1 dagger* +8 (1d4+2/19–20)
Base Atk +8; **Grp** +9
Special Atk bardic music 4/day (countersong, *fascinate*, inspire courage +1, inspire competence)
Combat Gear *potion of cure moderate wounds, potion of barkskin +3*
Spells Known (CL 4th)
2nd (1/day)—*blur, cure moderate wounds*
1st (3/day)—*cure light wounds, expeditious retreat, grease* (DC 13)
0 (3/day)—*flare* (DC 12), *light, mage hand, message, prestidigitation, resistance*

Abilities Str 16, Dex 13, Con 12, Int 10, Wis 8, Cha 14
SQ bardic knowledge +4
Feats Exotic Weapon Proficiency (whip), Improved Initiative, Quick Draw, Still Spell, Two-Weapon Defense, Two-Weapon Fighting, Weapon Focus (scimitar)
Skills Bluff +9, Concentration +8, Intimidate +10, Jump +13, Knowledge (local) +7, Perform (act) +9, Profession (actor) +6, Tumble +8
Possessions combat gear, *+1 chain shirt, +1 scimitar, +1 dagger, ring of protection +1*

Whip-Dagger
Anyone who has Exotic Weapon (whip) is also proficient in the whip-dagger, a whip fitted with a short blade at its end. Unlike standard whips, the whip-dagger's ability to deal damage is unhindered by armor bonuses and natural armor bonuses. A Medium whip-dagger inflicts 1d6 damage on a hit and threatens a critical hit on a 19–20, and is otherwise treated as a standard whip.

MERDAK ENDERLIE CR 7
Male human bard 7
CE Medium humanoid
Init +2; **Senses** Listen –1, Spot –1
Languages Common, Elven

AC 18, touch 12, flat-footed 16
hp 24 (7 HD)
Fort +2, **Ref** +7, **Will** +4

Spd 30 ft.
Melee *+1 whip-dagger* +8 (1d6+2/19–20)
Base Atk +5; **Grp** +6
Atk Options Combat Expertise, Improved Disarm, Improved Trip
Special Atk bardic music 7/day (countersong, *fascinate*, inspire courage +1, inspire competence, *suggestion* [DC 16])
Combat Gear *potion of cure moderate wounds, wand of sound burst* (43 charges)
Spells Known (CL 7th)
3rd (1/day)—*good hope, major image* (DC 16)
2nd (4/day)—*blindness/deafness* (DC 15), *cat's grace, glitterdust* (DC 15), *hold person* (DC 15)
1st (4/day)—*animate rope, charm person* (DC 14), *cure light wounds, expeditious retreat*
0 (3/day)—*dancing lights, ghost sound* (DC 13), *mage hand, message, open/close, prestidigitation*

Abilities Str 12, Dex 14, Con 10, Int 13, Wis 8, Cha 16
SQ bardic knowledge +8
Feats Combat Expertise, Exotic Weapon Proficiency (whip), Improved Disarm, Improved Trip, Weapon Finesse

Skills Balance +13, Bluff +13, Concentration +10, Diplomacy +17, Jump +2, Knowledge (nobility and royalty) +11, Perform (act) +13, Profession (actor) +9, Tumble +11

Possessions combat gear, *+1 elven chain*, *+1 whip-dagger*

ENOCH SLOAN **CR 7**

Human male bard 1/enchanter 6

CE Medium humanoid

Init +5; **Senses** Listen +6 (+8 with familiar), Spot –1 (+1 with familiar)

Languages Auran, Common, Sylvan

AC 16, touch 11, flat-footed 15

hp 25 (7 HD)

Fort +3, **Ref** +5, **Will** +6

Spd 30 ft.

Melee mwk dagger +4 (1d4/19–20)

Base Atk +3; **Grp** +3

Special Atk bardic music 1/day (countersong, *fascinate*, inspire courage +1)

Combat Gear *wand of magic missile* (7th, 32 charges), *wand of dispel magic* (22 charges), scroll of *lesser geas*, scroll of *confusion*

Bard Spells Known (CL 1st)

0 (2/day)—*detect magic*, *light*, *mage hand*, *read magic*

Wizard Spells Prepared (CL 7th, +4 ranged touch, prohibited schools necromancy and illusion)

3rd—*deep slumber* (DC 18), *hold person* (DC 18), *slow* (DC 16)

2nd—*levitate*, *protection from arrows*, *Tasha's hideous laughter* (DC 17), *touch of idiocy* (DC 17)

1st—*charm person* (DC 16), *grease* (DC 14), *mage armor* (already cast), *shield*, *Tenser's floating disc*

0—*daze* (DC 15), *prestidigitation*, *ray of frost*, *resistance*

Abilities Str 10, Dex 13, Con 12, Int 16, Wis 8, Cha 14

SQ bardic knowledge +6, summon familiar (bat named Ziren)

Feats Alertness (when familiar is in arm's reach), Craft Wand, Greater Spell Focus (enchantment), Improved Initiative, Scribe Scroll, Skill Focus (Perform [act]), Spell Focus (enchantment)

Skills Concentration +11, Diplomacy +8, Knowledge (arcana) +13, Knowledge (history) +13, Knowledge (nobility and royalty) +13, Knowledge (religion) +10, Listen +3, Perform (act) +9, Profession (actor) +9, Spellcraft +15

Possessions combat gear, masterwork dagger, *amulet of natural armor +1*, *Heward's handy haversack*

Spellbook all prepared plus 0—all cantrips (excluding necromancy and illusion); 1st—*comprehend languages*, *hypnotism*, *identify*, *mount*, *sleep*, *protection from good*; 2nd—*darkvision*, *daze monster*, *fog cloud*, *whispering wind*; 3rd—*heroism*, *tongues*.

Tactics: If the bards notice the PCs before they attack, they begin improvising their play. All four bards activate their bardic music using Perform (act) as soon as several PCs come within 90 feet, attempting to *fascinate* them. Sophia and Merdak can each try to fascinate up to three characters, Potifer two, and Enoch one. Additionally, Sophia and Merdak weave *suggestions* into their fascination attempts, suggesting the strongest-looking characters they've fascinated have a seat and watch the rest of the play. Characters who succumb to this *suggestion* continue to watch the events on stage even if combat breaks out, believing that what they're watching is still part of the show.

It's entirely possible that the bards fascinate the entire party, in which case you should continue with the "Carcosa Revealed" event. Once this event begins, or once combat breaks out, fascinated characters are freed from the effect.

If combat breaks out, the crowd comes out of their enthrallment and flees the playhouse in terror. There are nearly two hundred people in attendance, which can cause significant problems to characters attempting to reach the stage from the audience (see the section on crowds on page 100 of the *DUNGEON MASTER'S Guide*).

The four bards work well together if attacked. If they can defeat the PCs, they might still have a chance to complete the performance, so they do their best to incapacitate them. None of them are particularly dangerous alone in combat, but working together their tactics can be quite effective.

Round 1: Sophia retreats to the back of the stage behind the throne for cover and casts *summon monster IV* to summon 1d3 carcosan bats. Potifer drinks his *potion of barkskin +3* and moves to the front of the stage. Merdak draws his whip-dagger and readies an action to cast *good hope* as soon as the carcosan bats appear. Enoch casts *slow* on as many PCs as he can and retrieves his scroll of *confusion*.

Round 2: The carcosan bats appear, triggering Merdak's readied action; he casts *good hope* on himself, the other bards, and the bats. As the 1d3 bats swoop out to attack the PCs, Sophia casts *haste*. Potifer casts *blur* on himself. Enoch casts *confusion* on the largest group of PCs; he must make a DC 8 caster level check to cast the spell successfully (anyone on stage or in the audience is automatically within 100 feet of at least one visible Yellow Sign, so saving throws against this *confusion* spell are at a –2 penalty).

Round 3: Sophia casts *confusion* on the largest group of non-confused PCs. Potifer casts *grease* on the largest group of PCs. Merdak casts *glitterdust* on the largest group of PCs. Enoch casts *levitate* and floats up toward the ceiling.

Round 4: Sophia casts *confusion* again. Potifer moves to engage the closest PC in melee. Merdak casts *hold person* on any character using ranged attacks (or the closest PC). Enoch casts *protection from arrows* on himself.

Round 5: Sophia casts *Tasha's hideous laughter* on the most dangerous PC. Potifer fights in melee, or Tumbles to heal a badly wounded ally. Merdak casts *cat's grace* on himself. Enoch casts *deep slumber* on the toughest-looking PC.

Subsequent Rounds: The bards do their best to remain out of melee with the PCs, using their spells to slow them down and incapacitate them as they can. Potifer is an exception—he moves from incapacitated PC to incapacitated PC to make melee attacks against them, or otherwise tries to run interference.

Melee: If Sophia enters melee, she uses her *pallid mask* to confuse her opponent, casting *mirror image* on the first round and using spells each round thereafter. Potifer uses his two weapons to fight, generally eschewing spells once he enters melee. Merdak tries to remain fifteen feet away from enemies, using his whip-dagger to trip or disarm foes as he can. Enoch hopes to avoid melee

by levitating, but if caught, he uses his *wand of magic missile* against foes while desperately calling for help.

The King's Players fight as long as Sophia remains standing; Sophia does not flee and fights to the death. If she drops but is not slain, the other bards try to flee. If, on the other hand, Sophia is killed, the *pallid mask* splits open and unleashes the Carcosa Portal as detailed in "Carcosa Revealed."

Development: It won't take long for the town guard to react to the sudden outpouring of panicked locals rushing screaming from the Legion's Playhouse. One minute after combat begins, a patrol of 4 1st-level human fighters (see DUNGEON MASTER'S *Guide*, page 117) arrives to investigate. If they determine that the situation is out of hand, they retreat to gather more guards (this takes 2d4 minutes), returning with 3d6 guards and a 4th-level human fighter captain to try to get the situation under control. Chances are that by the time they arrive, the PCs will have done so already or have been defeated.

Carcosa Revealed (EL 11)

If the PCs do nothing to disrupt the King's Players' performance of *The King In Yellow*, or if they can't disrupt the performance (as in the case of the entire party becoming fascinated), things take a tragic turn. As the play's final act closes and the performers depict the absorption of Indar by Carcosa, a flash of nauseating yellow light fills the playhouse. A malignant portal tears through the stage area, momentarily obscuring the stage and the players with a vision of a vast lake. At the far side of the lake rise the strange, alien towers of Carcosa, and beyond that spans the gulf of alien stars and unknown moons and suns. An instant later, the waters of the Lake of Hali rush into the playhouse, heralding the spread of Carcosa's malignance into Indar.

All creatures within the playhouse at this time must make a DC 21 Will save to avoid being driven insane as the Yellow Signs transform into *symbols of insanity*. Additionally, all creatures in the area must make a DC 25 Fortitude save to avoid being transformed into pseudonatural mockeries of their former selves. Creatures with six or more Hit Dice instead transform into half-farspawn. These templates are detailed in *Lords of Madness*. (If you don't have this book, you can substitute the fiendish creature and half-fiend templates.) Creatures transformed in this manner become chaotic evil and seek only to murder and consume those around them; PCs so affected should be controlled by the DM.

If, on the other hand, the PCs disrupt the performance and kill or incapacitate the King's Players, they can prevent (or at least minimize) the effects of this catastrophe. Only by capturing Sophia alive can they prevent the portal from opening. If she's killed, the hideous mask she wears splits open and the same flash of nauseating yellow light fills the playhouse. Fortunately, this version of the Carcosa Portal is much less potent. When this portal opens, the waters of the Lake of Hali flood into the hall as detailed above, but the only effect that fills the playhouse is a wave of terror that duplicates the effects of *cause fear* (the PCs are likely immune to this effect, but any remaining audience members are not). The unnerving portal remains open for 1d6+1 rounds before collapsing on itself, consuming Sophia's body and the *pallid mask* (but not her other gear) in the process.

Creature: If the Carcosa Portal opens (either permanently or for 1d6+1 rounds), the characters are also faced with a more immediate threat, for one of the nameless monstrosities that dwells within the Lake of Hali is pulled through as well. This misshapen menace appears as a nauseating mix of octopoid, insectoid, and humanoid limbs, with a hideous face that is nearly all mouth. The creature is not of this world, and the pain caused by its manifestation here drives it into a fury. It attacks anything it sees. If the portal is open permanently, this spawn of Hastur makes its way out of the playhouse and through Indar until it finally reaches the sea and swims away. Worse, it is only the first such arrival through the portal.

If, on the other hand, the portal is only open for 1d6+1 rounds, the thing from the lake is pulled back through the portal (along with the waters of Hali that spilled through) as soon as it closes; the PCs need not fight the menace in this case, although if they do, they can prevent it from slaughtering any remaining locals.

THE THING FROM THE LAKE **CR 11**

CE Huge aberration (aquatic)

Init +3; **Senses** darkvision 60 ft., true sight; Listen +17, Spot +17

Aura madness (30 ft., DC 20)

AC 23, touch 7, flat-footed 23 (–2 size, –1 Dex, +16 natural)

hp 138 (12 HD); **DR** 10/magic

Immune cold, mind-affecting, poison

Resist electricity 30; **SR** 19

Fort +17, **Ref** +7, **Will** +12

Spd 10 ft., swim 50 ft.

Melee bite +17 (2d6+7/19–20 plus 1d6 Wisdom drain) and
2 claws +15 (1d8+3) and
6 tentacles +15 (1d6+3 plus improved grab)

Space 15 ft.; **Reach** 10 ft. (15 ft. with tentacles)

Base Atk +12; **Grp** +27

Atk Options constrict 1d6+4

Abilities Str 25, Dex 8, Con 24, Int 2, Wis 15, Cha 18

SQ amphibious

Feats Great Fortitude, Improved Critical (bite), Improved Initiative, Iron Will, Multiattack

Skills Listen +17, Move Silently +14, Spot +17, Swim +30

Amphibious (Ex) Although the thing from the lake is aquatic, it can survive indefinitely out of water.

Aura of Madness (Su) Any creature within 30 feet of the thing from the lake must make a DC 20 Will save or be confused for 1 round. Once a creature makes this save, it is immune to this effect from this particular thing for 24 hours.

Constrict (Ex) The thing from the lake deals automatic tentacle damage on a successful grapple check.

Improved Grab (Ex) To use this ability, the thing from the lake must hit with a tentacle attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity. If it wins the grapple check, it establishes a

hold and can constrict. The thing from the lake always elects to use only its tentacle when using this ability, taking a –20 on its grapple check as a result.

True Sight (Su) The thing from the lake can see as if under the effects of *true seeing* at all times.

Wisdom Drain (Su) Anyone bitten by the thing from the lake also takes 1d6 points of Wisdom drain. On a critical hit, this increases to 2d6 Wisdom drain. Whenever the thing from the lake drains Wisdom, it heals 5 points of damage (or 10 points on a critical hit).

Concluding the Adventure

If the PCs fail to disrupt the final performance in Indar, the Carcosa Portal that opens at the play's climax is a permanent portal. The repercussions for Indar are grim, as madness spreads like a plague through the city and strange and terrible monsters begin spreading from the new lake of dark water that consumes the Legion Playhouse and a sizable portion of Indar's entertainment ward. Closing the portal requires powerful magic on the magnitude of *Mordenkainen's disjunction* or a *rod of cancellation*—securing such magic could make for an exciting adventure, especially if the PCs must race against time before Indar is completely consumed by Carcosa by the end of the week. Exact ramifications for this on your campaign world are left to you. Indar could become a new focus of evil and chaos in the world that remains relatively self-contained, or the taint could continue to spread and threaten to drive the world insane if not stopped.

Ideally, the PCs can prevent such a doom from coming to Indar. In this case, they'll need to do some explaining to the city guard, but the evidence overwhelmingly supports their claims. Once the city realizes how close they came to madness and that the PCs are responsible for their salvation, word of their deeds spreads and the PCs find themselves in the position of adored heroes of the land. Within a week, the city government and nobles present each PC with a reward in the form of a single magic item worth approximately 8,000 gp (or a cash reward of 4,000 gp) as thanks for their heroic deeds.

Yet all may not be safe. There may be other copies of the *Carcosa Codex* out there, waiting for the wrong person to find them. And what of the King in Yellow? The Carcosa Portal may be closed, but what if his attention has been indelibly drawn to the Material Plane? As the campaign progresses, the PCs may find themselves encountering the Yellow Sign again... and where the Yellow Sign appears, agents of the King in Yellow are never far behind.

Matthew Hope lives in Southern California and would like to thank his beautiful wife and his amazing gaming group for their constant support. However, the true author of this adventure resides on the shores of the Lake of Hali, in dim Carcosa. Have you seen the Yellow Sign?

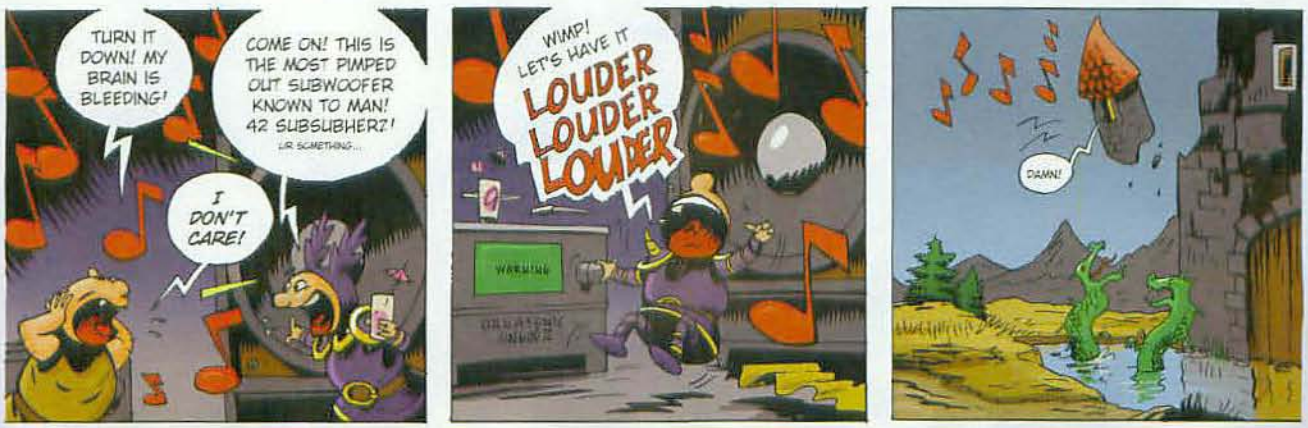
Scaling the Adventure

"And Madness Followed" is designed for a group of four 9th-level PCs, but with a little work it can be adapted for use by 7th–8th or 10th–11th level characters. Simply adjust the class levels of all NPCs encountered by a number equal to the amount by which the party's average level deviates by 9. Don't forget to modify the amount of treasure found in the adventure appropriately. Specific changes to the adventure include:

7th–8th-level PCs: Remove one of the wystes from Hallowfeld. If the PCs slay Sophia, the Carcosa Portal should only remain open for 1d4 rounds.

10th–11th-level PCs: Advance each of the wystes in Hallowfeld by 4–8 Hit Dice, and add one of these advanced wystes to the riot scene in Lamid. Advance the thing from the lake by 2–4 Hit Dice, and consider having one or more of the Yellow Signs in the Legion's Playhouse spontaneously transform into *symbols of insanity* when the Carcosa Portal opens.

THE PORTENT **PETER BERGTING**


TURN IT DOWN! MY BRAIN IS BLEEDING!
COME ON! THIS IS THE MOST PIMPED OUT SUBWOOFER KNOWN TO MAN! 42 SUBSUBHERZ!
OR SOMETHING...
I DON'T CARE!
WIMP! LET'S HAVE IT
LOUDER LOUDER LOUDER
WARNING
DAMN!
WWW.THEPORTENT.COM

AGE OF WORMS

Into The Worm Crawl Fissure

After discovering the ancient tombs of a long-dead civilization, becoming the champions of the Free City arena, exploring the ruined ziggurat where a man became a god, and surviving a dragon siege of a city of giants, the time has come for the heroes of the Age of Worms to meet their greatest challenge yet. The undead dragon Dragotha waits for the PCs in the Tabernacle of Worms—can they hope to survive the wrath of one of the oldest dragons in the world?

"Into the Wormcrawl Fissure" is a DUNGEONS & DRAGONS adventure designed for four 19th-level characters. It is also the penultimate chapter of the Age of Worms Adventure Path, a complete campaign consisting of 12 adventures, several "Backdrop" articles to help Dungeon Masters run the series, and a handful of poster maps of key locations. Your PCs should advance to 20th level at some point during this adventure, and will be well along the way to 21st level by the time they confront Dragotha. If your PCs reach 21st level before the end of this adventure, consult pages 206–210 of the *DUNGEON MASTER'S Guide* (or the *Epic Level Handbook*) for rules and advice on advancing characters beyond 20th level. For additional aid in running this campaign, check out *DRAGON'S* monthly "Wormfood" articles, a series that helps players survive this campaign. Several of the combats facing the PCs in this adventure are particularly difficult, and they would be well advised to use powerful magic like *greater planar ally* or *gate* to call in support. Issue #343 of *DRAGON* presents statistics for some extraplanar entities the PCs may wish to

BY JAMES JACOBS

BY JOACHIM BARRUM, STEVE PRESCOTT, AND EVA WIDERMANN

BY ROBERT LAZZARETTI

AGE OF WORMS CALLIGRAPHY BY DARLENE

ADVENTURE PATH | HIGH-LEVEL (13TH–20TH) | TEMPERATE CANYON & DUNGEON CRAWL

call upon to aid them in the Wormcrawl Fissure.

Of course, you can also run "Into the Wormcrawl Fissure," as a stand-alone adventure, or even as part of a campaign of your own design.

Adventure Background

Forty years ago, the talented and powerful (and headstrong and stubborn) wizard Balakarde encountered the spawn of Kyuss for the first time. The resulting battle was grueling, and by the time the spawn lay dead at his feet, the ravenous worms had claimed the life of his adventuring companion and sister, a bright-eyed and vivacious woman named Maralee. Balakarde took his sister's death hard, and fell into a depression that lasted for two years. He emerged changed for the better (or so his friends supposed) and went on to become one of the most powerful wizards of his generation.

Yet Balakarde never forgot the terror and despair of his sister's death. He vowed to do something about it, and when he reached the peak of his powers, he did. Abandoning his responsibilities, his work, and his friends, he dedicated himself to one task—destroying Kyuss. Balakarde hoped to spare others the pain the Wormgod's spawn brought him by eradicating all remaining trace of Kyuss' cult.

He soon realized that there was something larger than scattered cultists afoot. Bit by bit, he uncovered evidence that the cult of Kyuss was very much alive and working to bring about a terrible apocalypse. Balakarde's fears and rage grew, but instead of relying upon others for aid, he grew paranoid and secretive. He trusted only a few, and even to them he gave only hints of what he'd discovered, fearful of just how deeply Kyuss' taint had reached.

It was thus an ironic twist of fate that led Balakarde to Lashonna. In his obsession with Kyuss, he failed to recognize the mark of Kyuss on the woman's soul, and blindly followed her advice and clues into the Wormcrawl Fissure, where Dragotha captured him and tormented him for months. Eventually, the hateful dragon revealed a final depravity to the wizard; he recovered the remains of Maralee's corpse and had transformed her into a Kyuss Knight. It was at the hands of his undead sister that Balakarde breathed his last, and in death his soul shattered.

Sixteen years have passed, and now the Age of Worms draws near. Once again, Lashonna has tricked pawns into entering the Wormcrawl Fissure, yet this time aid from an unexpected source waits within. Balakarde's soul longs for revenge against Dragotha, and the PCs present him with an irresistable opportunity.

Adventure Synopsis

After discovering (and likely destroying) Dragotha's phylactery in the Citadel of Weeping Dragons, the logical next step to prevent the Age of Worms is the confrontation and destruction of Kyuss' herald, the undead dragon himself. It's no secret that Dragotha's current lair is located somewhere in the Wormcrawl Fissure, but once the PCs travel to this dangerous spur of the Rift Canyon, they soon realize that even now they may not be ready to confront the ancient menace.

Fortunately, an unlikely ally waits for them in the Wormcrawl Fissure. Long dead, his soul shattered into three fragments, the tripartite ghost of the archmage Balakarde has lingered here for a decade and a half, awaiting absolution and a chance to finish the job he attempted long ago. One of Balakarde's fragments was captured by an ancient apostle of the Wormgod, an ulgurstasta sorcerer named N'vesh-n'kar. This ghostly fragment, while physically imprisoned, can sense things in the Wormcrawl and contacts the PCs spiritually for aid. Once rescued, it can lead the PCs to the other two: a feral, bestial fragment trapped in a mass of protoplasmic flesh and an artistic fragment accidentally captured by an exiled lillend named Zulshyn. By rescuing these fragments, the PCs can not only learn much about the Age of Worms, but gain potent defenses and weapons to use against Dragotha.

Once all three fragments are recovered, the PCs move on to Dragotha's current lair—the foundation of the Kyuss Cult. This is the Tabernacle of Worms, a deadly temple of the Wormgod's chosen and the place where Kyuss himself has been imprisoned for the last 1,500 years. Upon reaching the Writhing Sanctum within the tabernacle, the PCs finally confront Dragotha only to learn that Kyuss' monolith prison has been transported to Alhaster, and that it was done by none other than Lashonna herself.

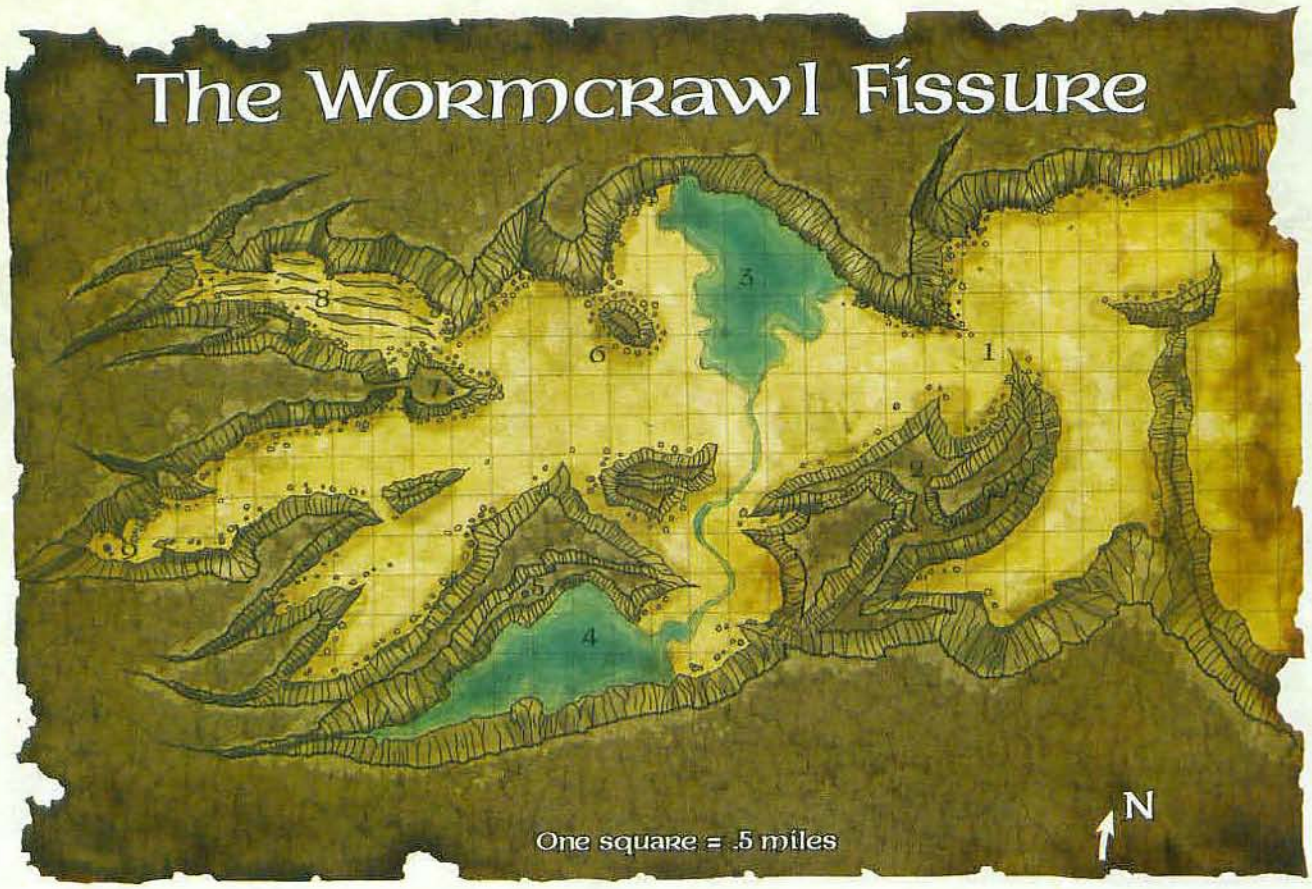
Adventure Hooks

If the PCs are playing this adventure as part of the Age of Worms Adventure Path, they should already know their foe dwells within the Wormcrawl Fissure. If they take too long to travel there, they receive a message from a still-hidden Lashonna urging them on.

If you're playing "Into the Wormcrawl Fissure" on its own, or as part of another campaign, all you need is a reason to send the PCs into the fissure to take on its lord and master. The simplest way to do this is to make Dragotha more outgoing—perhaps he's attacked numerous cities and left them in ruins, and the reeling nation turns to its greatest heroes (the PCs) to destroy the undead dragon before he can burn more communities to the ground. Alternately, you can make Dragotha into more of an oracle; perhaps the PCs need to learn something that only this ancient dragon knows. He remains cruel and evil, and the PCs still need to fight their way through the Tabernacle of Worms to reach him. When they do, they'll need to either be gifted diplomats or bring some healthy bribes to secure his assistance.

PART ONE: THE WORMCRAWL FISSURE

Although the Age of Worms draws near, it's not on a strict schedule. The PCs should have enough time after escaping from Kongen-Thulnir with Dragotha's phylactery (or its remains) to rest, recover, and even craft new magic items or research the Wormcrawl Fissure if they wish. *Don't punish the PCs* for taking their time, since once they reach the Writhing Tabernacle, the endgame comes quickly and they'll have little or no time for these pursuits before the final chapter.



A particularly deep spur canyon extending from the westernmost reaches of the Rift Canyon, the Wormcrawl Fissure is well known as one of the most mysterious and dangerous regions in the world. Few have braved its depths, but its perimeter is thouroughly documented.

The Wormcrawl can be divided into two distinct zones: the Heights and the Depths. The Heights extend about 300 feet down into the Fissure. The caverns that riddle the walls of this region are infested with tough groups of ruffians and goblinoids, along with numerous vermin and flying monsters. The worst of this bunch are the derro of the Razorwind tribe, a group of bandits who ride highly-trained wyverns.

The Wormcrawl Depths are often shrouded in a thick mist that blocks the cleansing light of the sun, creating a perfect place for the undead spawn of Kyuss to fester and grow. The deepest point is said to be a mile below sea level, and the caverns that branch off from the cliffs doubtless go even deeper. Numerous undead menaces dwell here, including many types of spawn of Kyuss, nightcrawlers, and worse.

Divination spells can reveal the information given above as well, particularly spells like *vision* or *legend lore*. *Find the path* is perhaps the best spell to lead the PCs to the Tabernacle of Worms, although if the PCs simply follow this spell to Dragotha's lair without stopping along the way to gather Balakarde's spiritual fragments, they'll likely find themselves in over their heads. Try to use the results of spells like *divination*, *commune*, and *contact other plane* to gently nudge the PCs along the path of seeking out Balakarde if you have the chance. Balakarde cannot be resurrected as long as his spirit remains fractured, nor can he be located with *discern location* (since Balakarde as a single entity doesn't currently exist).

Features of the Fissure

The Wormcrawl Fissure extends several miles west of the Rift Canyon. At its eastern end, the Fissure's depth is a relatively shallow 1,500 feet. As one travels west, the canyon's depth increases, sinking more than a mile at its deepest points. Mists and clouds constantly obscure the floor of the canyon below 1,000 feet. As a result, the Wormcrawl appears to be of a uniform depth when viewed from the canyon edge.

As one descends into the canyon, multiple layers of cloud and fog banks obscure the sky. The canyon floor at noon is never brighter than twilight elsewhere in the world, making for a gloomy overcast realm on even the brightest of days. The ground is barren and rocky, dotted in places by thick copses of strange fungoid plant life adapted to the near-lightless environs. Cliffs, steep slopes, and other difficult terrain are common as one travels west. On a tactical scale, movement over the ground is unimpeded except for relatively small patches of difficult terrain. Overland movement along the Fissure's bed is treated as trackless hills, reducing movement rates by half. The cliffs themselves are thousands of feet of near-vertical terrain, but handholds and ledges are numerous. They can be scaled with a DC 20 Climb check, with a failure of

5 or more indicating a fall of 1d10x10 feet. Each time a 10 is rolled, roll an additional 1d10x10 feet to determine additional distance fallen, to the maximum depth of the current position on the canyon floor.

Wormcrawl Encounter Areas

The PCs can explore the Wormcrawl Fissure as much or as little as they wish, but this adventure assumes that they spend the most time in four specific locations. Other places of note are detailed roughly here—you can use the Apostle Caves, the Exile's Tower, and Thessalar's Keep as templates for developing other areas.

1. Entrance to the Wormcrawl Depths

It's unlikely that a high-level party lacks flight or other magical means of travel, but those who do find that the easiest entrance to the Wormcrawl is via the Rift Canyon floor. A steep downward slope that falls away into mist marks the entrance to the Wormcrawl depths. Even the nature of the ground and cliff walls seems to change as one travels westward; the walls become encrusted with strange fungus, and the ground feels spongy to the touch. The more superstitious of the Rift Canyon bandits have erected numerous effigies and warnings along the rim of this slope—skeletons tied to wooden frames and wrapped with fake worms made of leather or wood. These warnings have no other features, but should serve to set the PCs on edge.

2. Brazzemal's Aerie

The floor of the Wormcrawl Fissure buckles in this region, forming two upthrust mesas connected by a network of lower ledges and ridges. The area is riddled with caverns, many of which serve as the home of bickering tribes of kobolds who have learned to avoid interacting with anything that might come up from the depths below. The true lord of this region was the red dragon Brazzemal, whom the kobolds served as minions and toadies. At Dragotha's command, Brazzemal led a flight of dragons on a strike against the ruined city of Kongen-Thulnir in an attempt to reclaim the dracolich's phylactery (these events are covered in "The Kings of the Rift" in *Dungeon* #133). Brazzemal is likey dead by now, but his lair and horde are unlikely to be unguarded.

3. Northern Lake

Nearly three dozen waterfalls cascade down this cliffside, emptying from subterranean rivers at various heights into a large dark lake. The lake itself is nameless and relatively shallow, being little more than fifty feet deep at its deepest point and rarely going deeper than five feet for the majority of its expanse. The water here is relatively potable, if a bit brackish.

The lake waters empty into a swiftly flowing river to the south. Like the lake, the waters of the 200-foot-wide river are relatively shallow (never reaching a depth of more than 10 feet), but are quite dangerous in places. There is no truly safe place to cross the river on foot—creatures who wish to do so generally cross by wading through the lake several hundred feet north of the river's source.

4. Southern Lake

The river empties into this large, still lake. Unlike its northern counterpart, this nameless lake is incredibly deep, with depths reaching as far as two miles into the Underdark below. The lake eventually connects to a hidden Underdark sea via numerous underwater channels. Its surface is placid and still, yet for all its peace and serenity, these waters are dangerous, as they have had all the time in the world to absorb the ambient taint and wretchedness that suffuses the stones of the Wormcrawl. The water is bitter and foul as a result, and creatures that drink of it are exposed to blinding sickness (*Dungeon Master's Guide* 292). No animals dwell within the near-freezing depths of this lake, although its deepest recesses hide something enormous and sinister—now and then, a glimpse of this unknown lake monster manifests in the form of mysterious ripples along the otherwise mirror-calm surface.

5. The Exile's Tower

Overlooking the tainted lake from a ledge nearly 500 feet above its surface is a curious tower shaped like a jutting claw. This is the lair of the exiled lillend Zulshyn, (see Part Three).

6. Chimera Spire

This towering spire of granite juts up from the canyon bed to a height of nearly 3,000 feet, piercing the mists above and making it the only feature of the Depths that is regularly visible from the Heights above. The upper 2,000 feet of this spire is composed of jagged spurs of rock that serve as nests for vultures and other scavenging birds. The lower 1,000 feet spread out to a tangled pile of rugged tors riddled with caverns. Great flocks of Kyuss chimeras (see area **9**) roost here.

7. Thessalar's Fortress

The squat fortress built upon this 2,000-foot-tall mesa is the current lair of the lich Thessalar. This location is detailed in Part Four.

8. Earthcancer Gorge

This section of the Wormcrawl Fissure falls away into a treacherous maze of smaller chasms and rifts. The site of Kyuss' investigations into the nature of undeath and verminous life, Earthcancer Gorge is detailed in Part Two.

9. Kyuss' Maw (EL 19)

The deepest point of the Wormcrawl Fissure is also the gateway to Kyuss' greatest temple—the Tabernacle of Worms. At this mist-shrouded point 6,200 feet below the sunlit world, a vast cave entrance yawns. Beyond, a fungus-lined tunnel coils even deeper into the bowels of the earth, finally opening into the vast underground cavern that holds the Tabernacle of Worms. This area is detailed in Part Five.

Creature: The cave entrance is far from unguarded. Four immense undead chimeras, each infested with Kyuss worms, stand vigil on ledges overlooking this cave entrance. They swoop down to attack anything they don't recognize as a worshiper of Kyuss unless the intruders are escorted by avolakias or Dragotha himself.

KYUSS CHIMERAS (4) **CR 15**

Advanced favored spawn of Kyuss chimera
CE Huge undead
Monster Manual 34, DRAGON #336
Init +2; **Senses** darkvision 60 ft., low-light vision, scent; Listen +18, Spot +18
Aura fear (40-ft. radius, DC 16)
Languages Draconic

AC 26, touch 10, flat-footed 24
hp 175 (27 HD); fast healing 5; **DR** 10/silver
Immune undead traits
Fort +15, **Ref** +10, **Will** +11

Spd 30 ft., fly 50 ft. (poor)
Melee bite +39 (4d6+14/19–20 plus create spawn plus Kyuss' gift) and bite +39 (3d6+7/19–20 plus Kyuss' gift) and gore +39 (3d6+7 plus Kyuss' gift) and 2 claws +37 (2d6+7 plus Kyuss' gift)
Ranged worm +27 touch (create spawn)
Space 15 ft.; **Reach** 10 ft.
Base Atk +27; **Grp** +49
Special Atk breath weapon (20-ft. cone, 3d8 fire damage, Reflex DC 23 half), noxious breath

Abilities Str 39, Dex 14, Con —, Int 6, Wis 12, Cha 14
SQ +3 turn resistance
Feats Alertness, Hover, Improved Critical (bite), Improved Natural Armor (4), Improved Natural Weapon (bite), Iron Will, Multiattack
Skills Hide –6 (–2 in scrubland or brush), Listen +18, Spot +18

Create Spawn (Su) Once per round as a free action, a Kyuss chimera can transfer a Kyuss worm to an opponent whenever it hits with a natural attack. Alternately, it may do so as a melee touch attack or ranged touch attack, hurling a worm at a foe up to 10 feet away. Each worm is a Fine vermin with AC 10 and 1 hit point that can be killed by damage or the touch of silver. On the Kyuss chimera's next action, the worm burrows into its host's flesh. A creature with a natural armor bonus of +5 or better is immune to this burrowing effect. The worm deals 1 point of damage per round for 1d4+1 rounds, during which time *remove curse* or *remove disease* destroys it and a *dispel evil* or *neutralize poison* delays its progress for 10d6 minutes. A successful DC 20 Heal check can extract and kill it. Once the worm reaches the brain, it deals 1d2 points of Intelligence damage per round until it either is killed or slays its host (death occurs at 0 Intelligence). A Small, Medium, or Large creature slain by a worm rises as a spawn of Kyuss (not a favored spawn) in 1d6+4 rounds; smaller creatures simply putrefy while larger creatures become zombies. The spawn of Kyuss is detailed on page 186 of *Monster Manual II*.

Fear Aura (Su) A Kyuss chimera radiates a fear effect that duplicates the effects of the *fear* spell (caster level 7th, Will save DC 16), except that it affects all creatures within a 40-foot radius. A creature that makes the saving throw to resist this effect is immune to the aura for 24 hours.

Foul Embrace (Su) By pressing one of its faces against a helpless victim, a Kyuss chimera can infest the victim with 2d6 Kyuss worms. This ability is treated as its create spawn ability, save that a victim slain by this infestation rises as a favored spawn of Kyuss.

Kyuss' Gift (Su) A creature hit by any of a Kyuss chimera's natural attacks must make a DC 12 Fortitude save or contract this supernatural disease. The incubation period is 1 day, and the disease deals 1d6 points of Constitution damage and 1d4 points of Wisdom damage. These effects manifest as rotting flesh and dementia, and an affected creature gets only half the benefits of natural and magical healing.

Noxious Breath (Su) Once every 1d4 rounds, the Kyuss chimera can exhale a 15-foot-long cone of nauseating vapor. Creatures in this area must make a DC 25 Fortitude save or be nauseated for 1d4 rounds.

PART TWO: EARTHCANCER GORGE

As the PCs approach the western end of the Wormcrawl Fissure, select one of them to be Balakarde's contact. Ideally, this PC should be one who, in previous adventures, was instrumental in dealing with Alastor Land, has been exposed to (and survived) Kyuss worm infection, or has been interested in tracking down Balakarde's fate. The ghostly fragment of Balakarde's intellect senses this character from its prison in Earthcancer Gorge and realizes that he poses his best chance at escape into the afterlife.

When the PCs arrive at the Wormcrawl Fissure, the ghost attempts to contact that PC with an effect similar to that of a *demand* spell. Balakarde's contact is rushed and fearful—unlike the spell itself, Balakarde cannot issue a detailed message. Instead, the character receives a sudden rush of images. The first is of a mist-shrouded gorge, the floor a maze of rifts and pits in which immense vermin squirm. The second is of a towering worm, its head a tangle of eyes and its pale body shrouded in a haze of writhing filaments. As this immense worm lunges forth to consume the PC, this vision fades to be replaced by a third, that of a stately-looking man dressed in an explorer's outfit. He sports a distinctive high beard and moustache, and suddenly his expression becomes one of abject horror as his flesh rots away and a storm of green worms consumes him from within. As this final vision fades, the PC should make a DC 28 Will save. Failure indicates the PC's mind reels under the horror and he suffers 2d6 points of Wisdom damage.

In any event, once the vision is over, that PC feels a strange "tugging" in the direction of Earthcancer Gorge, an instinctual urge to seek something out in this part of the Fissure. If ignored, the PC receives a similar set of visions that evening and every evening thereafter in the form of a nightmare; he must make a new DC 28 Will save each night to avoid suffering 2d6 points of Wisdom damage; if he takes this damage, he wakens fatigued, as if he had not slept at all. This haunting can be exorcised with a *dispel law* spell or any similar effect.

A DC 25 bardic knowledge or Knowledge (local) check is enough to identify the man in the vision as Balakarde.

The simplest way to handle the haunting is to follow its lure; doing so brings the PCs to Earthcancer Gorge. This section of the Wormcrawl Fissure is rife with caverns; the lure itself brings the PCs to one large rift that extends into the side of the cliffs, almost like a cave. These are known as the Apostle Caves.

The Apostle Caves (EL 23)

Ages ago, when Kyuss created the first of the wormlike undead known as

ulgurstastas, he hoped simply to create an undead "factory" of sorts—a creature capable of quickly generating large numbers of animated skeletons. When it became obvious that the ulgurstastas retained a fraction of the intelligence of the bodies they consumed and transformed, Kyuss realized he had created a much more valuable tool. As the ulgurstastas grew in intellect, they became advisors and commanders in his armies. Eventually, the minds of the first became so great that they assumed the roles of oracles and historians for the cult. Very few of these original ulgurstastas survive today, but perhaps the greatest of them is the sorcerer N'vesh-n'kar.

An ancient, evolved ulgurstasta, N'vesh-n'kar spent the past several centuries in these caverns, known now to the cult as the Apostle Caves. The avolakia of Kyuss often come to speak to N'vesh-n'kar when they seek advice on the creation of undead minions, or to discuss the philosophies of death and vermin. N'vesh-n'kar has little patience for the living, but makes an exception for the avolakia. Even they must use *sending* spells to contact the ancient sorcerer, so he can take the time to deactivate the deathtraps and guardians he has gathered to protect his home.

Over the centuries, N'vesh-n'kar has gathered numerous treasures (many of which are offerings from the avolakias). His most recent prize is a plain-looking leather beltpouch. In reality, this is a minor artifact known as an *everfull purse*, and trapped inside it is a fragment of its creator's spirit. The nature of incoporeality had long baffled N'vesh-n'kar, and his lengthy discussions with, and tortuous explorations of, Balakarde's spirit have kept the immense worm entertained for nearly two decades.

Although these caves consist of several areas, the entire region is effectively one encounter, since the denizens within quickly mobilize once they realize their lair is under attack. While N'vesh-n'kar lurks in area **8** of the caves, he's laid several traps to aid in their defense. In addition, several permanent *alarms* ward the entrance to the Apostle Caves; if any living creature enters, a mental *alarm* alerts the ulgurstasta immediately.

N'vesh-n'kar casts *hallucinatory terrain* every day to disguise the central gorge (area **1**) of the cave to make it appear to be solid ground. A creature that attempts to walk into the caves can avoid falling into the gorge with a DC 25 Reflex save; once he does, he can make a DC 25 Will save to see through the illusion. Both the central gorge and the abattoir (area **5**, where N'vesh-n'kar disposes of failed experiments) are 100-foot-deep rifts filled with a tangle of sharp broken bones. A fall into either inflicts 10d6 points of damage.

The ceiling throughout the caverns is about 40 feet high.

Creatures: Apart from the ulgurstasta sorcerer, a number of undead monsters dwell in these caves. Area **2** is the nest of a group of six earthcancer centipedes, and areas **5** and **6** are both lairs for a single mindkiller scorpion. These creatures are nearly mindless, but N'vesh-n'kar can command them via their obey the wormtouched special quality. As soon as one group of undead vermin attacks, the others quickly move to support the defense of the caves.

N'VESH-N'KAR **CR 21**

Evolved ulgurstasta sorcerer 17
CE Gargantuan undead
Fiend Folio 180, *Libris Mortis* 100

Init +7; **Senses** darkvision 60 ft.; Listen +26, Spot +26
Aura tendrils (40-ft. radius)
Languages Abyssal, Common, Draconic, Infernal, Undercommon

AC 25, touch 9, flat-footed 22
hp 153 (168 with *false life*, 34 HD); fast healing 3; **DR** 10/magic and piercing
Immune acid, cold; undead traits
SR 21
Fort +12, **Ref** +12, **Will** +24

Spd 40 ft.
Melee bite +25 (4d6+19)
Space 20 ft.; **Reach** 20 ft.
Base Atk +16; **Grp** +41
Atk Options improved grab, swallow whole
Special Atk breath weapon, spawn skeletons
Spells Known (CL 17th, +15 ranged touch)
8th (6/day)—*create greater undead, horrid wilting* (DC 31)
7th (8/day)—*control undead, finger of death* (DC 30), *limited wish* (has enough XP to cast 12 times)
6th (8/day)—*create undead, greater dispel magic, eyebite* (DC 29)
5th (8/day)—*contact other plane, magic jar* (DC 28), *mind fog* (DC 26), *waves of fatigue*
4th (7/day)*—*bestow curse* (DC 27), *dimension door, enervation, hallucinatory terrain* (DC 25)
3rd (9/day)—*displacement, fly, ray of exhaustion* (DC 26), *vampiric touch*
2nd (8/day)*—*blindness/deafness* (DC 25), *command undead, false life, mirror image, resist energy*
1st (8/day)*—*alarm, chill touch* (DC 24), *mage armor, ray of enfeeblement, shield*
0 (6/day)—*acid splash, detect magic, mage hand, message, prestidigitation, open/close, read magic, resistance, touch of fatigue* (DC 23)
*Has already cast *hallucinatory terrain, false life*, and *mage armor*; stat adjustments included above as appropriate
Spell-Like Abilities (CL 34th)
1/day—empowered *cone of cold* (DC 16), quickened *hold monster* (DC 16), quickened *haste*

Abilities Str 36, Dex 16, Con —, Int 22, Wis 19, Cha 32
SQ necromantic acid, *scry* on familiar, summon familiar (none currently summoned)
Feats Alertness, Craft Wondrous Item, Empower Spell-Like Ability (*cone of cold*), Eschew Materials, Extend Spell, Great Fortitude, Greater Spell Focus (necromancy), Improved Initiative, Improved Natural Attack (bite), Maximize Spell, Quicken Spell-Like Ability (*haste, hold monster*), Spell Focus (necromancy)
Skills Concentration +37, Intimidate +31, Knowledge (arcana) +43, Knowledge (dungeoneering) +26, Knowledge (history) +26, Knowledge (nature) +26, Knowledge (religion) +37, Knowledge (the planes) +37, Listen +26, Search +26, Spellcraft +45, Spot +26

Breath Weapon (Su) 1/day, 60-ft. cone, Reflex DC 18, 3d6 Constitution drain (or 1d6 Constitution damage on a successful save). Any undead skeletons inside the ulgurstasta are vomited up as well, and immediately animate.
Improved Grab (Ex) To use this ability, the ulgurstasta must hit a Huge or smaller creature with its bite attack. If it hits,

Apostle Cave Key

1. **Central Gorge**
2. **Centipede Nest:** Six earthcancer centipedes
3. **Deathtrap 1**
4. **Deathtrap 2**
5. **Abattoir:** One mindkiller scorpion
6. **Scorpion Nest:** One mindkiller scorpion
7. **Deathtrap 3**
8. **Outer Sanctum:** Starting point for N'vesh-n'kar
9. **Inner Sanctum**

it can make a grapple check as a free action that does not provoke an attack of opportunity. If it establishes a hold, the ulgurstasta can attempt to swallow the target on the next round.

Necromantic Acid (Su) A swallowed victim takes 1d8 points of Constitution drain each round he remains inside the ulgurstasta. Upon death, a victim transforms into an undead skeleton, but remains dormant until the ulgurstasta vomits it up. When an ulgurstasta uses its breath weapon, swallowed victims are not subject to this necromantic acid for 1 day.

Spawn Skeletons (Su) As a full-round action, an ulgurstasta can regurgitate dormant undead skeletons. N'vesh-n'kar currently has one young adult red dragon skeleton and six chimera skeletons in his gut.

Swallow Whole (Ex) N'vesh-n'kar can swallow a grappled opponent by making a successful grapple check. Once inside, the victim is bathed in necromantic acid (see above). A swallowed creature can cut its way out by dealing at total of at least 25 points of damage to the stomach (AC 14); once the victim escapes, muscular action closes the hole and a new victim must cut his own way out. N'vesh-n'kar's gut can hold 2 Huge, 8 Large, 32 Medium, or 128 Small or smaller opponents.

Tendrils (Ex) The millions of pores on an ulgurstasta's body each contain a coiled, 40-foot-long hair-thin tendril. When angered, N'vesh-n'kar extends these whipping tendrils. This storm of tendrils grants him immunity to nonmagical projectiles (like arrows) and deals 1d12 points of slashing damage each round to any creature within range. Creatures in this area take a –2 penalty on attack rolls.

Earthcancer Centipedes (6): hp 156 each; see Appendix.

Mindkiller Scorpions (2): hp 208 each; see Appendix.

Young Adult Red Dragon Skeleton: hp 123; *Monster Manual* 227.

Chimera Skeletons (6): hp 58 each; *Monster Manual* 227.

Tactics: The earthcancer centipedes and mindkiller scorpions use simple tactics in combat; they rush into the midst of the party and attack. Against flying opponents, the scorpions can clamber around on walls and ceilings, while the centipedes simply burrow through the walls to emerge at a point closer to their prey.

N'vesh-n'kar uses more sophisticated tactics. When he realizes his caverns are being invaded, he takes the time to cast extended versions of *displacement, fly, mirror image, resist energy* (fire), *resist energy* (electricity), and *shield*. This gives the PCs six rounds to handle the undead vermin before N'vesh-n'kar arrives.

On the first round of combat, N'vesh-n'kar uses his quickened *haste* spell-like ability on himself and any surviving undead allies. He uses flight to stay out of melee range, hitting the PCs each round with *horrid wilting* (adding a quickened *hold monster* on the second round). If they seem resistant to this spell, he switches to maximized *enervation* against these foes for a few rounds before hitting

Everfull Purse

Balakarde's greatest creation, this minor artifact appears as a leather belt pouch. It has the power to turn a single gold coin into many overnight. If a single gold piece is placed in the *everfull purse* at sunset, it is replaced at sunrise by 25 gold pieces.

The *purse* has no effect if more than one gold piece is left within, or if anything other than gold is placed within.

Caster Level 20th; Weight 1/2 lb; Source *Epic Level Handbook* 151.

The Tripartite Soul

Balakarde's soul is split into three parts: his scholastic drive, his artistic inspiration, and his hatred of Dragotha. Each part is bonded to a different item (Balakarde the scholar haunts the *everfull purse*, the artist a statuette of the wizard, and the weapon used to slay an augmented thessalhydra). Possession of one of these soul-bonded items grants a different benefit, as detailed below.

Scholar: +10 insight bonus on all Knowledge skill checks and Spellcraft checks; +2 luck bonus to Intelligence and Wisdom.

Artist: +10 insight bonus on all Craft and Perform skill checks; +2 luck bonus to Dexterity and Charisma.

Slayer: +4 insight bonus on all Initiative checks; +2 luck bonus to Strength and Constitution.

A character that carries one of these fragments can sense the proximity of the other fragments. By concentrating, he can *find the path* to either of them.

them with *horrid wilting* again. If he needs to escape, he casts *mind fog* to obscure vision and hamper Will saves, then casts *dimension door* to escape to area 9 where he augments his fast healing with a few *limited wish* spells to duplicate *inflict critical wounds* on himself. If the PCs remain in his lair by the time he's healed up, he uses *magic jar* to try to possess one of them. If the PCs confront him in his treasury, he fights to the bitter end, using his breath weapon at the first opportunity, following that up with an empowered *cone of cold* (remember, the skeletons he vomits up are immune to cold).

Trap: N'vesh-n'kar created three deadly traps in his caves, placing one each in areas 3, 4, and 7. Each of these deathtraps functions the same way—as soon as a living creature moves twenty feet into the area, a targeted *greater dispel magic* affects that creature. Roll against each spell currently in effect on the targeted character to see if the spell is dispelled. An instant after this resolves, that character is targeted by a *finger of death*. Each of these deathtraps functions up to once per round, targeting one character per round.

Deathtrap: CR 12; magic device; visual trigger (*true seeing*); automatic reset; spell effect (targeted *greater dispel magic*, 17th-level sorcerer), spell effect (*finger of death*, 17th-level sorcerer, DC 30 Fortitude save resists death for 3d6+17 damage); Search DC 37; Disable Device DC 37.

Treasure: Although N'vesh-n'kar has little interest in magical gear, his treasury holds a large amount of wealth he's collected over the years. Area 9 of the Apostle Caves contains no fewer than seven chests of different sizes, none of them locked or trapped.

Within the chests is the following treasure: 12,400 gp, 1,500 pp, dozens of bags of gemstones worth a total of 18,500 gp, and a shocking collection of rings, necklaces, and other items of jewelry worth a total of 21,000 gp. Although he's turned over most of the magical gear he's gathered over the years to Dragotha, he kept five items that struck his fancy, either because their one-time wielders were particularly potent foes or because he was intrigued by their necromantic effects. These items are a suit of *+4 undead controlling full plate*, a *sword of life stealing*, a *rod of withering*, a *mask of the skull*, and an *everfull purse*. This last item was Balakarde's, and the remnants of his intellect remain bound to it.

PART THREE: THE EXILED ARTIST

The lillend Zulshyn was, for hundreds of years, a caretaker and guardian of an extraplanar "highway" known as the Infinite Staircase. When she used *Mordenkainen's disjunction* to destroy a particularly ugly *staff of the magi* owned by the titan sorceress Kelastis, she was forced to flee to the Material Plane to take up a life in hiding.

Zulshyn has lived in the Wormcrawl Fissure for nearly 100 years. She finds that the stark, morbid landscape suits her melancholy tastes while at the same time being remote enough that she doesn't have to worry much about interruptions to her ongoing work. The majority of the artwork she creates doesn't live up to her expectations, and is quickly destroyed and rebuilt, but her home features dozens of masterpieces she's created over the years.

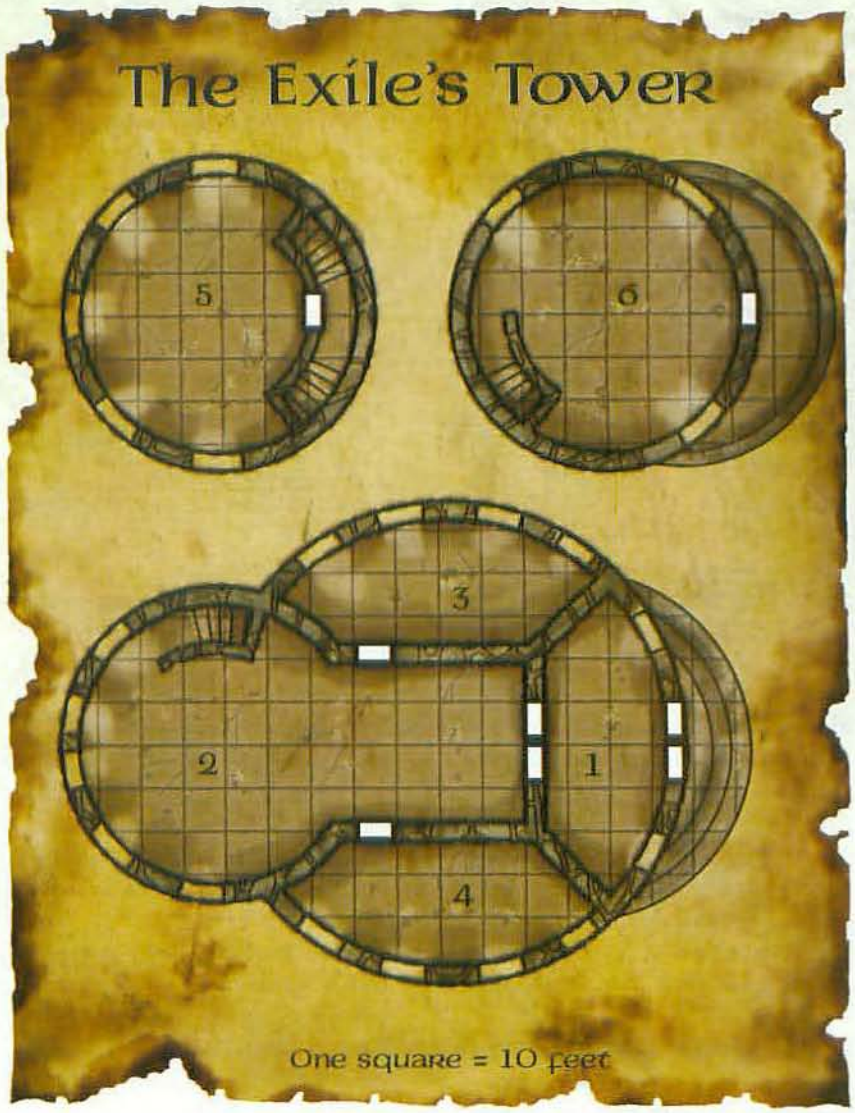
Dragotha and the cult of Kyuss know of the exiled lillend, but since she keeps to herself and is in a relatively remote area of the Fissure, they leave her alone. Not so one of the most recent arrivals to the Wormcrawl. The lich Thessalar encountered Zulshyn not long after he claimed the ancient fortress as his own while exploring the southern reaches of the Fissure, and was immediately smitten with the exotic artist. At first, Zulshyn was flattered and perhaps intrigued by the powerful lich's attentions, but when the true nature of his debased desires for her became clear, she spurned him. Since then, Thessalar's "love" has transformed into blinding hate, and for the past several decades the two powerful spellcasters have been locked in a bitter stalemate of hostility. For her part, Zulshyn regards the lich as little more than a buffoon. She's largely forgotten him now, as he has not made any attempts on her life for many years, but her complacence may soon lead her into greater peril than ever, especially if the PCs get involved in this unhealthy relationship.

Zulshyn's Tower (EL 21)

Zulshyn has had about a century to perfect her home. Outwardly, the tower is exotic and artistic, looking like a large dome with a gracefully hooked spire rising up over the top like a claw. A balcony halfway up this spire provides a breathtaking view of the often mist-laced lake to the south. The dome and tower itself are crafted of polished obsidian, shaped and created magically so as to appear to be formed of one

Exile's Tower Key

1. **Foyer:** A simply decorated room.
2. **Gallery:** This is where Zulshyn's displays her art.
3. **Guest Room:** This chamber can be subdivided by moving wooden latices.
4. **Storeroom:** Food, art supplies, and other necessities.
5. **Zulshyn's Chambers:** A massive array of cushions, silk blankets, and an intricate lattice of hanging beads, trinkets, and chimes.
6. **Conservatory:** This chamber features a large harpsichord, an equally oversized harp, and a small stage.



immense stone. The walls themselves are magically treated. Doors are made of similarly treated semi-transparent rose quartz, but only the internal doors operate on hinges. At Zulshyn's touch, the external doors swing open silently, but to all other creatures they function more like solid plugs of crystal that merge with the surrounding obsidian. A DC 30 Use Magic Device check can trick these doors into opening, but otherwise they must be bashed open (or bypassed with spells like *knock*, *stone shape*, or *passwall*). Windows are tall, arched openings filled with permanent *walls of force* (caster level 19th). Zulshyn can change the coloration of the force in these windows by touch, and can even transform them into complex transparent paintings similar to stained glass if she wishes. Inside, the temperature is a quite warm 90°F, and the floors are thickly carpeted. Soft music (permanent *ghost sounds* sculpted by the lillend) fills the gallery (area 2); she can control the volume by concentrating.

Magically Treated Walls: 3 feet thick; Hardness 16; hp 1,080; Break DC 70.

Crystal Door: 4 inches thick; Hardness 16; hp 120; Break DC 48.

Creatures: Zulshyn might encounter the PCs during one of her constitutional flights through the Wormcrawl, in which case she might invite the PCs into her home. If the PCs come to her home on their own (either by chance or by following the lure of Balakarde's spirit), they'll need to attract her attention or force their way into her home if they wish to speak to her or attack.

Knocking on either door is enough to attract her attention (after 1d6+4 rounds); loud and flashy spell effects in the surrounding area work even better. She reacts immediately to these, as well as to attempts to break into her home. Zulshyn's initial attitude toward the party depends upon the nature of how they announce themselves; if they do so violently, she is initially hostile. Otherwise, she's simply unfriendly (and slightly annoyed at having been interrupted in the middle of her latest project; "re-sculpting" a prisoner she petrified with a *prismatic spray* a few days ago from a derro into a halfling).

Zulshyn has experimented with numerous traps and guardians to protect her home over the years, but her fickle attitude and nearly impossible-to-satisfy artistic eye has limited her options. She created four powerful stained glass golems a few decades ago, and remains generally pleased with them even now, although every few years she reworks their appearances to fit different themes. Currently, the four golems resemble undead soldiers mounted on terrifying demonic horses, each matching the riders of the apocalypse from common myth (death, pestilence, war, and famine)—their morbid appearances still tickle Zulshyn's dark sense of decor. All four golems stand in the western windows in

area 4. Zulshyn keeps the fifth window to the south clear so as not to obstruct her view of the mysterious lake.

ZULSHYN **CR 20**

Female lillend bard 3/sublime chord 10
CN Large outsider (chaotic, extraplanar, good)
Monster Manual 168, *Complete Arcane* 61
Init +6; **Senses** *arcane sight*, darkvision 60 ft.; Listen +25, Spot +22
Languages Abyssal, Celestial, Common, Infernal; *tongues*

AC 33, touch 19, flat-footed 27
hp 217 (20 HD)
Immune poison
Resist electricity 10, fire 10
Fort +20, **Ref** +19, **Will** +21

Spd 20 ft., fly 70 ft. (average)
Melee *rod of flailing* +19/+14/+9 (1d8+8) and *rod of flailing* +19 (1d8+5) and tail slap +17 (2d6+6)
Ranged +2 *speed composite longbow* +21/+21/+16/+11 (1d10+7/×3 plus 1d6 fire) or
+2 *speed composite longbow* +19/+19/+19/+14/+9 (1d10+7/×3 plus 1d6 fire, Rapid Shot)
Space 10 ft.; **Reach** 10 ft.
Base Atk +14; **Grp** +23
Atk Options constrict 2d6+5, improved grab (tail)
Special Atk bardic music 8/day (countersong, *fascinate*, inspire competence, inspire courage +1, song of arcane power, song of cosmic fire, song of timelessness)
Combat Gear *wand of cure serious wounds* (38 charges)
Sublime Chord Spells Known (CL 19th)
9th (3/day)—*Mordenkainen's disjunction*, *wish* (has enough XP to cast 4 times)
8th (4/day)—*mind blank* (one already cast), *sunburst* (DC 30), *polymorph any object* (DC 30)
7th (5/day)—*finger of death* (DC 29), *plane shift* (DC 29), *prismatic spray* (DC 29), *greater teleport*
6th (6/day)—*antimagic field*, *chain lightning* (DC 28), *geas/quest* (DC 28), *greater scrying* (DC 28)
5th (6/day)—*greater dispel magic*, *greater heroism*, *permanency*, *wall of force*
4th (8/day)—*dimension door*, *dominate person* (DC 26), *greater invisibility*, *stoneskin*
Bard Spells Known (CL 19th)
3rd (5/day)—*cure serious wounds*, *displacement*, *haste*
2nd (6/day)—*glitterdust* (DC 24), *hold person* (DC 24), *shatter* (DC 24), *silence* (DC 24)
1st (6/day)—*cure light wounds*, *expeditious retreat*, *grease* (DC 23), *Tasha's hideous laughter* (DC 23)
0 (3/day)—*dancing lights*, *mage hand*, *mending*, *message*, *prestidigitation*, *read magic*
Spell-Like Abilities (CL 10th)
3/day—*darkness*, *hallucinatory terrain* (DC 26), *knock*, *light*
1/day—*charm person* (DC 23), *speak with animals*, *speak with plants*

Abilities Str 20, Dex 22*, Con 24, Int 16, Wis 14, Cha 34*
SQ bardic knowledge +16,
Feats Craft Construct, Craft Magic Arms and Armor, Craft Wondrous Item, Exotic Weapon (whip), Hover, Point Blank Shot, Precise Shot, Rapid Shot
Skills Appraise +13, Concentration +20, Craft (painting) +23, Craft (sculpture) +23, Diplomacy +34, Knowledge (arcana) +26, Listen +25, Perform (song) +45, Profession (astrologer) +10, Sense Motive +12, Spellcraft +28, Spot +12, Survival +12, Tumble +15
Possessions combat gear, +5 *glamered mithral chain shirt*, +2 *speed composite longbow* (+5 Str) with 50 +1 *flaming arrows*, *minor ring of electricity resistance*, *rod of flailing*, *quiver of Ehlonna*, *cloak of Charisma* +6, *amulet of health* +6, bejeweled earrings worth 5,000 gp, 6 doses of diamond dust for *stoneskin* (worth 250 gp each), 3 forked metal rods (foci for *plane shift* linked to Arborea, Limbo, and the Abyss), porphyry statuette of Balakarde
*Includes +2 luck bonus from possession of Balakarde statuette

Permanent Spell Effects Zulshyn has made the following spell effects permanent on herself: *arcane sight*, *greater magic fang*, and *tongues*.
Song of Arcane Power (Su) As a move action, Zulshyn can prepare to cast a spell by giving voice to the song of arcane power; the next spell she casts (as long as it is cast by the end of her next turn) gains a +4 bonus to its caster level.
Song of Cosmic Fire (Su) This ability costs Zulshyn two of her daily uses of bardic music, and allows her to create a 20-foot-radius spread of fire anywhere within 100 feet (provided she has line of effect to the target). Creatures in the area take fire damage equal to her Perform check result, with a DC 32 Will save indicating half damage.
Song of Timelessness (Su) As a standard action, Zulshyn can use her bardic music to envelop a single creature to which she has line of effect within 60 feet in a field of timelessness. The subject can make a DC 32 Will save to resist the effect. If the subject fails this save, he is frozen in a shimmering aura of timelessness and can take no actions, nor can any force affect him. Zulshyn can keep a target trapped in this way as long as she continues to sing, up to 19 minutes. When the effect ends, the subject returns to normal, unaware that any time has passed.

APOCALYPSE GOLEMS (4) **CR 14**

Advanced stained glass golem
N Large construct
Monster Manual II 116
Init +2; **Senses** darkvision 60 ft., low-light vision; Listen +0, Spot +0

AC 22, touch 14, flat-footed 17
hp 228 each (36 HD); fast healing 5; **DR** 10/adamantine
Immune magic; construct traits
Fort +11, **Ref** +13, **Will** +11

Spd 30 ft. (can't run)
Melee 2 rakes +33 (2d6+10/19–20)
Space 10 ft.; **Reach** 10 ft.
Base Atk +27; **Grp** +38
Special Atk prismatic spray

Abilities Str 24, Dex 21, Con —, Int —, Wis 11, Cha 1

Skills Hide +1 (+21 when disguised as a stained glass window)

Immunity to Magic (Ex) An apocalypse golem is immune to any spell or spell-like ability that allows spell resistance. A *shatter* spell affects an apocalypse golem normally, and *mending* heals 2d6 points of damage the golem has taken. Spells that inflict *sonic damage* affect them normally as well.
Prismatic Spray (Su) Once every 1d4 rounds, an apocalypse golem can unleash a *prismatic spray* (caster level 20th) as a free action. Apocalypse golems are immune

to the prismatic spray effect from itself or other apocalypse golems.

Tactics: Zulshyn begins this encounter in area 2. If she realizes the PCs are here to do her harm, she calls her four golems to her side and sends them to attack the PCs while she takes the time to cast *stoneskin, greater heroism, greater invisibility, haste,* and *displacement* on herself before using *dimension door* to *teleport* onto her balcony above (or to a similar vantage point about 100 feet from the PCs).

In the first round of combat, Zulshyn activates the defensive qualities of her *rod of flailing* (this +4 bonus on saves and AC is included in her statistics) and then aids her golems. If the PCs seem to be having a tough time, Zulshyn doesn't waste her spells and instead uses her bow on spellcasters or characters with adamantine weapons. If the PCs seem to be taking her golems apart (or if they've already destroyed them) she takes to the air and uses her ranged spells against them, beginning with a *polymorph any object* on a nearby boulder to transform it into a 12-headed pyrohydra (which immediately attacks the PCs) and following with *prismatic spray, chain lightning, finger of death,* and *dominate person* to start. If reduced to 75 or fewer hit points, she *dimension doors* back into her home, uses her healing spells on herself, and prepares to repeat her tactics if the PCs get to area 2. She saves her most powerful spells for true emergencies, using *Mordenkainen's disjunction* if the PCs wield a large number of potent magic items (and even then only if she can avoid catching any of her own belongings or home in the area of effect) and *wish* only if no other options are open. If reduced to 75 or fewer hit points again, she *plane shifts* away to plot her revenge (although this likely takes her out of the picture for the remainder of the campaign).

Treasure: In addition to her personal gear and jewelry, many of the works of art that Zulshyn has created over the years and decorated her abode with are quite stunning, if generally creepy and morbid. A fair amount of these works are not portable (such as the *wall of force* art, or the masterwork harpsichord or harp in the conservatory), and just as many are only partially completed and currently worthless. Still, PCs who wish to scour her home find no less than 35,000 gp in art that can be looted, including onyx sculptures of monstrous denizens of the Wormcrawl Fissure, jade masks of fearsome worm-eaten visages, paintings depicting dozens of different iconic places throughout the planes (including a portrait of Ehlonna, a city-scape of Sigil, a frighteningly realistic depiction of the demon prince Graz'zt, and a massive 4 ft. by 10 ft. landscape depicting the tangled and mind-boggling ways of the Infinite Staircase, each of which is worth 3,000 gp).

Yet perhaps Zulshyn's greatest treasure is the eight-inch-tall porphyry statuette of Balakarde that sits in an alcove in the wall in Zulshyn's bedroom, protected by a permanent *wall of force*. Zulshyn can lower this wall with a touch (as can any PC who touches the wall, concentrates, and makes a DC 30 Use Magic Device check). The statuette itself is worth 500 gp and radiates necromantic magic. Zulshyn was compelled to craft the statuette 16 years ago when (still unknown to her) a fragment of Balakarde's soul infused with his creativity was drawn into her own creative spirit like a feather pulled into a vortex.

As she created the statuette, this soul fragment became one with the creation, and it remains one of the lillend's most prized possessions (and not only for the notable bonuses it grants her).

Audience with Zulshyn

Unless the PCs are exceptionally crass or are working for Thessalar, this adventure assumes that they make relatively peaceful contact with Zulshyn. The lillend is curious to learn about these strange visitors to the Wormcrawl Fissure, and when she does, she's eager to hear tales of their exploits and news from the world in general. Strangely, although she's lived on Kyuss' doorstep for a century, she has little concept of the Age of Worms or an increase in the level of activity of his cult. She seems a bit skeptical at first, but is relatively easy to convince since (as she admits) she often loses track of the rest of the world when she's in a creative mood.

As she speaks to the PCs, have the character with the highest Diplomacy check make a check, with the other characters in the group aiding that roll (unless their characters make a point of not participating in the conversation). If, during this conversation, a PC compliments Zulshyn's artwork, the primary diplomat gains a +4 bonus on the check.

If the PCs ask Zulshyn about Balakarde, she becomes guarded and suspicious of their motives. She doesn't want to give up her statuette, but the explanation of what it is clears up a fair number of her own questions. She freely admits that she has a strong emotional attachment to the statuette, and does not want to part with it. In order to secure the statuette (short of stealing it), Zulshyn proposes the PCs do something for her to "pay" for the priceless work of art. If her attitude is indifferent, she demands all four of the following tasks. If friendly, two is enough, and if helpful she only requires one task. Of course, unscrupulous PCs can also use spells like *dominate monster* to secure the statuette—they may even attack the lillend for it. Such acts are evil, despite the lillend's own somewhat questionable ethics and morals, and these actions could have repercussions on certain class abilities.

- **Assassination:** The lich Thessilar has long plagued and distressed Zulshyn; she explains her past relationship with him and asks the PCs to investigate what he's up to. If he still bears her ill will, she wants him destroyed.
- **Commission:** If she realizes one of the PCs is a gifted performer or craftsman, she asks for a gift of art. The PC must perform no fewer than five works for her over the course of two hours. If the PC can make at least three DC 35 Perform checks out of the five, she'll be impressed enough. If instead the PC wishes to craft a work of art, she gracefully allows that PC access to her supplies (which are masterwork and grant a +2 bonus on Craft [painting] and Craft [sculpting] checks). It's a DC 40 Craft check to fabricate something artistic enough to satisfy Zulshyn's finicky needs.
- **Bribe:** Zulshyn accepts a magical item worth at least 50,000 gp (or any combination of items and material wealth exceeding 120,000 gp) in exchange for the statuette.
- **Service:** If one of the PCs pledges a cohort, minion, or even themselves to Zulshyn for a minimum period of one year as a houseservant or guardian, she accepts this offer as one of the conditions for the statuette. With a DC 30 Diplomacy check, she's willing to put off the start of this period for a few weeks (which may be enough time for a PC to finish out the campaign). If the PC fails to fulfill his end of this bargain, Zulshyn spares no expense in attempting to enslave him to her using *geas/quest*, *dominate person*, or even a *wish*.

If the PCs manage to accomplish twice the required number of tasks (two if she's helpful, or four if she's just friendly), Zulshyn is so impressed that she also pledges to personally aid them in their battle against Dragotha. She gives the PCs a choice in this case: they can either take one of her apocalypse golems along for additional support, or they can contact her when they're ready to fight Dragotha and she'll aid them in the final battle. If she particularly likes one of the PCs (and you're feeling particularly generous), she may even offer both of these to the PCs.

Try to present Zulshyn as a somewhat creepy but helpful and friendly creature; she's certainly the only real ally the PCs will be able to find in the Wormcrawl Fissure. During their conversation, she may idly begin sculpting one of the PCs (likely the primary diplomat) out of clay, and if made helpful she presents this work of art to the PC at a later date as a gift (it's worth 500 gp). She might even take a keener interest in one of the PCs, inviting that character to spend the night with her while allowing the other PCs to stay in her guest bedroom. The repercussions of a tryst with a powerful lillend are left to you to expand upon.

PART FOUR: THESSALAR'S FORTRESS

This pinnacle of rock soars nearly 2,000 feet above the surrounding canyon floor, yet remains nearly an equal distance from the rim above. An immense bridge of stone connects the top of this spire to the canyon rim about 3,000 feet to the west, the steep slope of this bridge featuring well-worn stairs to aid descents from above to this mesa. The mesa itself is caught in a disorienting zone between near-constant layers of clouds above and below, giving it an otherworldly feel. Perched on the eastern edge of this mesa is a strange, squat fortress made of red marble, its low walls smooth and polished. There are few sharp corners on this keep, giving it an almost organic look.

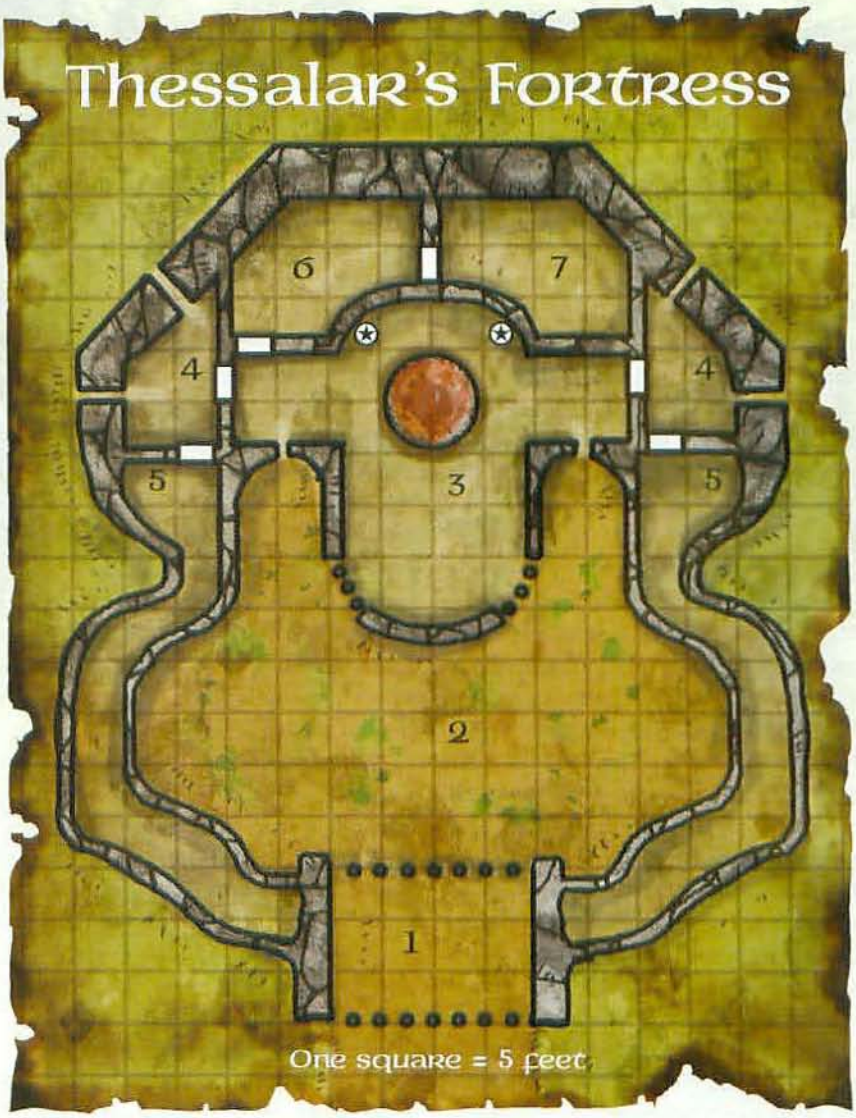
The original architect of this fortress has been forgotten; the structure has existed for thousands of years, and during that time has been repaired and rebuilt dozens of times by as many tenants. The cult of Kyuss has used it now and then as an outpost, but their interest in the site waxes and wanes over the centuries—currently, they have little interest in it.

Fortress Features

The walls of Thessalar's Fortress are of magically shaped marble, although they are not magically enhanced; likewise, the stone doors within the fortress are sim-

Thessalar's Fortress Key

1. **Outer Gate:** An unguarded, ruined remnant.
2. **Courtyard:** A swampy courtyard guarded by two thessalhydras.
3. **Workshop:** Once a throneroom, Thessalar now grows vats of protolife in this chamber.
4. **Guardroom:** Empty guard posts.
5. **Sniper Tubes:** Once used by guards to fire arrows upon those trapped in the courtyard, these tubelike crawlways are empty, the arrowslits that line their inner walls shuttered by cleverly hidden stone panels.
6. **Study:** This is where Thessalar retreats to study magic.
7. **Prison:** The lich keeps living prisoners in here when he has them; currently, he has none.



ple stone doors (although all are *arcane locked* at caster level 20th). The portcullises in area 1 and to the south of area 3 are all down, made of iron, and rusted in place—Thessalar uses *dimension door* and other magic to enter and leave his home and never bothered to have the portcullises repaired. One of the lich's greatest weaknesses is his ego—he hasn't bothered to create many traps to guard his lair, since he believes he and his guardian monsters are more than enough defense. In most cases, he's right.

Area 2 (the courtyard) has a swampy, tangled ground cover of fitfully-growing plants, fungus, algae, and stagnant water. The ground here is difficult terrain. The walls to the east and west are fifteen feet high, but their smooth and rounded roofs are slippery to stand upon (requiring a DC 12 Balance check).

Stone Door: 4 inches thick; Hardness 8; hp 60; *arcane lock* (CL 20); Break DC 38.

Rusted Portcullis: 2 inches thick; Hardness 10; hp 40; Break DC 28.

The Spurned Lich (EL 22)

The current tenant of the fortress is an ancient world-traveling lich named Thessalar. Long obsessed with the miracle of life, Thessalar ironically turned to undeath as a way to continue his disturbing and often monstrous experiments into the nature of the living organism. The architect of numerous monstrous creations in his time, Thessalar claims authorship of dozens of magical beasts and aberrations now firmly established in the environment of as many different Material Plane worlds, including the chuul, the owlbear, the grick, the rust monster, and the mimic, although his claims for some of these monsters are doubtful at best. The chuul for example, is now generally believed to be the creation of the wizard Ashranezr, although he may have based his research on work already done by Thessalar. The one type of creature that the lich certainly created, however, are those that bear his name—the thessalmonsters.

Thessalmonsters are his triumph; aberrations created from the unborn young of other monsters that are infused with a dangerous form of shuddering flesh and fluid the lich calls "protolife." In most cases, these teratic offspring are doomed to die after only a few minutes of painful life, but occasionally they result in viable new creatures. Thessalar has had great success infecting chimeras, gorgons, manticores, and even cockatrices with this protolife, but his most successful creations are the result of introducing protolife into hydra eggs. The resulting creatures, thessalhydras, are his favorite children.

Thessalar came to the Wormcrawl Fissure only two decades ago, after hearing rumors of how Kyuss had somehow managed to use a living creature (the ubiquitous Kyuss worm) as a vector for

undeath. Hoping to expand upon this research, Thessalar chose this abandoned fortress as his laboratory and lair. His research into the Kyuss worm bore him no fruit, yet he did find something equally exotic here in the shape of a mysterious lillend—Zulshyn.

Thessalar is now obsessed with the artistic lillend, to the point where he hopes to infest her with protolife to create a monstrous new race of thessalillends. The lunatic lich thinks his obsession with Zulshyn is love, when in fact it is something altogether more disturbing and foul, made worse by the fact that he doesn't understand why she finds him repulsive. After numerous attempts to "win" her love (many of which were little more than frenzied attacks on her home), Thessalar fell into an extended fit of melancholic brooding. For the past several years, he has toiled at mixing the perfect vat of protolife, using multiple *wish* spells and seeding it with power components harvested from throughout the multiverse. The concoction nears completion, and when he's finished with it, the lich intends to use a series of modified *gate* spells to siphon it directly into Zulshyn's body, transforming her into the first specimen of a brand new abomination.

The vat of protolife in area 3 is contained in a large cylinder of force similar to that of a *forcecage*. The cylinder is ten feet in diameter and reaches all the way to the fifteen-foot-ceiling above. Within, blood, flesh, eyes, mouths, and less identifiable organs churn and swirl in a vortex of organic color. Protolife is highly reactive, and contact with the stuff normally grants a living creature fast healing 5 (and eventual transformation into a thessalmonster). In this case the protolife has become haunted by a portion of Balakarde's spirit. Thessalar is unaware of this, since he has no reason to suspect the protolife is haunted, but if he learns abouth the possibility from the PCs it doesn't take long for his vast intellect to piece things together.

If the protolife is released from the vat, Balakarde's furious spirit immediately transforms the stuff into a highly dangerous thessalhydra, one that has 288 hit points, fast healing 20, spell resistance 30, and immunity to mind-affecting effects (including Thessalar's ability to control thessalmonsters).

Creature: A pair of thessalhydras prowls the open courtyard (area 2); at least one of them is awake at all times. If either thessalhydra notices any intruders, it breaks into a tremendous frenzy of roars and hissing.

Thessalar himself spends an hour each morning studying his spells in area 6, but the rest of the time he observes and cultivates the protolife in area 3. He trusts the two thessalhydras who live in the courtyard to alert him if "visitors" come calling.

Thessalar has no interest in allying with the PCs. Their mere attempt to speak to him offends him, as it takes him away from his work. If he hears the thessalhydras in area 2 attack intruders, the lich casts *project image* to manifest an image of himself in the courtyard to observe the battle.

His first action in combat is to telepathically order his thessalhydras to break off the attack, at which point he address the PCs and demands to know the purpose of their visit. His unlife as a lich has spanned centuries, and in that time he's dealt with countless adventurers. Experience has taught him that, unless they seek his death, he can usually turn them to his advantage. Thessalar has been too obsessed with his current project to realize that a fragment of Balakarde's spirit has become trapped in the protolife vat, and certainly doesn't want the PCs poking around in his laboratory. Instead, he tries to bluff them, claiming that he does indeed know of this spirit and that he'd be happy to hand it over to the PCs if they just do him a favor first—travel south to Zulshyn's tower, capture her alive, and bring her back here to him.

If the PCs agree to this bargain, Thessalar begins searching for Balakarde's spirit and finds it soon enough in the protolife. He's ready to unleash the enhanced thessalhydra (see above) when the PCs return, since he has no intention of honoring his end of the bargain once he has Zulshyn in his clutches.

Thessalar

THESSALAR **CR 22**

Male human lich transmuter 10/loremaster 10
CE Medium undead
Monster Manual 167

Init +4; **Senses** *arcane sight*, darkvision 60 ft., *see invisibility*; Listen +5, Spot +5
Aura fear (60-ft. radius, Will DC 22)
Languages Common, Draconic, Undercommon; *tongues*

AC 28, touch 18, flat-footed 23
hp 130 (145 with *false life*, 20 HD); **DR** 15/ bludgeoning and magic
Immune cold, electricity, polymorph; undead traits
SR 18
Fort +12, **Ref** +14, **Will** +21

Spd 30 ft.

Melee touch +10 (1d8+5 negative energy plus paralysis [DC 22])

Base Atk +10; **Grp** +10

Combat Gear *potions of inflict serious wounds* (10), *lesser rod of quicken metamagic*, *wand of scorching ray* (8th, 23 charges)

Spells Prepared (CL 20th, +10 touch, +14 ranged touch, +22 to overcome SR, prohibited schools enchantment and illusion)

9th—maximized *disintegrate* (DC 29), *time stop*, quickened *wall of force*, *wail of the banshee* (DC 30), *wish* (2)

8th—maximized *cone of cold* (DC 26), quickened *dimension door*, *maze*, *polymorph any object* (DC 31), *prismatic wall* (DC 29), *temporal stasis* (DC 31)

7th—maximized *enervation*, *finger of death* (DC 28), *forcecage*, *prismatic spray* (DC 28), *reverse gravity*, *statue**, *greater teleport*

6th—*chain lightning* (DC 27), *disintegrate* (DC 29), *greater dispel magic*, maximized *fireball* (DC 24), *flesh to stone* (DC 29), *true seeing*, maximized *vampiric touch*

5th—*baleful polymorph* (DC 28), *cone of cold* (DC 26), quickened *ray of enfeeblement*, quickened *shield*, *telekinesis* (DC 28), *transmute rock to mud* (DC 28), *wall of force*

4th—*dimension door*, *enervation*, *fear* (DC 25), maximized *magic missile*, *polymorph*, *solid fog*, *mass reduce person* (DC 27)

3rd—*clairaudience/clairvoyance*, *dispel magic*, *fly*, *fireball* (DC 24), *haste*, *lightning bolt* (DC 24), *slow* (DC 26), *stinking cloud* (DC 24)

2nd—*arcane lock*, *blindness/deafness* (DC 23), *cat's grace*, *detect thoughts* (DC 23), *false life**, *ghoul touch* (DC 23), *glitterdust* (DC 23), *levitate*, *Melf's acid arrow* (2), *resist energy*, *shatter* (DC 23), *spectral hand*

1st—*chill touch* (DC 22), *grease* (DC 22), *magic missile* (3), *ray of enfeeblement*, *reduce person* (DC 24), *shocking grasp*, *unseen servant**

0—*mage hand* (3), *message*, *touch of fatigue* (DC 21)

*Already cast

Abilities Str 10, Dex 18, Con —, Int 33, Wis 16, Cha 14

SQ command thessalmonster, loremaster secrets (applicable knowledge, dodge trick, more newfound arcana, newfound arcana, the lore of true stamina), summon familiar (raven named Tethix, speaks Common)

Feats Alertness, Craft Construct, Craft Magic Arms and Armor, Craft Rod, Craft Wand, Craft Wondrous Item, Forge Ring, Greater Spell Focus (transmutation), Maximize Spell, Quicken Spell, Scribe Scroll, Skill Focus (Knowledge [arcana]), Spell Focus (transmutation)

Skills Appraise +14, Concentration +23, Knowledge (arcana) +37, Knowledge (dungeoneering) +34, Knowledge (history) +34, Knowledge (nature) +34, Knowledge (the planes) +32, Spellcraft +36

Possessions combat gear, *evil robe of the arch magi*, *ring of protection +3*, *ring of wizardry II*, *crown of intellect +6*, *Heward's handy haversack*, two *gloves of storing* (one contains his *portable hole* and the other his *lesser rod of quicken metamagic*), *boots of speed*, *portable hole*, gold dust worth 100 gp, four doses of *true seeing* ointment (worth 250 gp each), *temporal stasis* gem dust worth 5,000 gp, 3 doses of ruby dust for *forcecage* spells (each dose is worth 1,500 gp)

Spellbooks Thessalar's immense collection of spellbooks is kept in his *portable hole* on neatly organized shelves. These spells contain every wizard spell in the *Player's Handbook* (with the exception of enchantment and illusion spells).

Command Thessalmonster (Su) Thessalar can command any thessalmonster that isn't currently magically controlled by telepathic order as a free action, as if it were under the effects of a *dominate monster*. He can usurp control of a magically controlled thessalmonster by taking a standard action and making a successful caster level check against the caster level of the magical command.

Contingency If damaged by a melee attack, a *fire shield* springs into effect on Thessalar.

Permanent Spells *arcane sight*, *read magic*, *see invisibility*, *tongues*

Thessalhydras (2): hp 225 each; see Appendix.

Augmented Thessalhydra: CR 17; hp 288; fast healing 20, spell resistance 30, immunity to mind-affecting effects; see Appendix.

Tactics: If the PCs don't want to talk, Thessalar is more than willing to use force to make them serve his needs. He begins combat with a projected image, taking his time casting short-duration defensive spells on himself (*true seeing*, *fly*, *haste*, *cat's grace*, and *resist energy*). If his enemies manage to locate his real body before he's done casting, he uses *time stop* to finish the job.

Once he's in combat, Thessalar uses a quickened *shield* on the first round. He uses his most powerful spells first, working down through the levels and focusing his attentions on whatever PCs have actually been able to damage him. He uses a quickened *wall of force* if he can lure PCs into an enclosed area, and a quickened *dimension door* to retreat to area 7 to regroup if brought below 40 hit points. On the second confrontation, he fights until reduced to 10 hit points or less, at which point he teleports to another hidden lair several hundred miles away. If destroyed, his spirit returns to his phylactery (also kept in this distant lair hundreds of miles away). If forced to retreat in either of these ways, Thessilar turns his attentions elsewhere. He's survived for hundreds of years, and in that span has been defeated no fewer than six times—he does not make a habit of returning for revenge against foes that have already proven their ability to defeat him, especially since he has duplicate copies of his spellbooks at his hidden true lair.

Treasure: In addition to the gear he carries, Thessalar's *portable hole* contains his vast collection of spellbooks and 22,000 gp in miscellaneous material components and foci for his spells.

The greatest treasure for the PCs in his keep is the third fragment of Balakarde's spirit. In order to gain this spirit, the PCs must first destroy the force cylinder in area 3 that contains the protolife. Doing so causes the protolife to transform into an augmented thessalhydra (see above). Balakarde's soul fragment bonds with whatever weapon delivers the killing blow to this thessalhydra (or to a worn magic item if the killer uses spells or unarmed attacks to defeat the monster).

Balakarde Restored

Once the PCs have gathered all three of Balakarde's spiritual fragments, and all

three fragments are brought within 10 feet of each other, a sudden strange stillness settles over the area. Sounds grow muted, colors dull, and the air itself feels thick and chilling. Those who carry objects possessed by Balakarde become filled with the urge to touch the objects together. This palpable sense of dread persists until the three objects bonded to Balakarde's spirit are touched together. When this occurs, a brilliant flash of light heralds the conjunction of Balakarde's soul. The sense of oppressive menace and muted reality is swept away in an instant. The magical benefits to checks and ability scores that were associated with the three objects remain in effect as a ghostly figure of a man floating serenely in the air with an expression of joy appears before the PCs—Balakarde.

Balakarde's Ghost

Although undead, Balakarde's spirit is not technically a creature. He has no hit points, armor class, or capability to interact with the environs. He cannot change his location through movement. Likewise, nothing physical or magical can affect him in this state (with the exception of an antimagic field, which suppresses his manifestation as long as it is in the area). Shortly after his soul is rebound, the apparition regards the PCs with a look of immeasurable thanks. When he speaks, it is through telepathy shared by all those present.

Balakarde can answer almost all of the questions the PCs may have about Kyuss, Dragotha, and the Age of Worms. The most important piece of information he can share with the PCs is the fact that Lashonna is in fact one of Kyuss' greatest minions, second only to Dragotha himself. Whenever Balakarde speaks of Dragotha, his features twist in rage—he seethes with a need for revenge against the undead dragon for what he did to his sister Maralee. Until Dragotha is slain, Balakarde's spirit cannot rest, and he volunteers to aid the PCs by bolstering their defenses against the dracolich if they choose to meet him in combat.

Use Balakarde to fill in the PCs on any gaps they may have in their knowledge of the Age of Worms campaign. He doesn't know much about events that have occurred since his death 16 years ago, but he'll certainly be able to tell them all about Dragotha's defenses and capabilities. He's never been inside the Tabernacle of Worms, with the exception of the Writhing Sanctum. His attack plan 16 years ago was to teleport into this sanctum, a plan that failed miserably since Dragotha was able to call upon all of his minions in the Tabernacle below. Balakarde believes that Dragotha won't move against the PCs until they reach the Writhing Sanctum, due to a combination of egotism and cowardice. The best plan of attack is to infiltrate the place from below and destroy his minions before confronting him.

Aid from Beyond the Grave

As long as the PCs continue to press on against Dragotha, Balakarde's spirit remains bound to the three items and they continue to provide their bonuses. If the PCs abandon the quest to slay Dragotha, Balakarde's spirit fades over the course of a week until he vanishes.

Once the PCs reach Dragotha, the nature of his spirit's power changes; the quest for the destruction of the dracolich is what kept his soul trapped on the Material Plane, after all. At this point, Balakarde's spirit grows much more powerful. The three fragments "detach" from their bonded objects and instead bond with the PCs. A portion of Balakarde's soul may be traded once per round as an immediate action (a free action he can take even when its not his turn) to any other PC within 10 feet. Since swapping a spirit fragment is an immediate action, a character can pass it to another character even as he makes a saving throw in an attempt to bolster a failed save.

The effects of a soul fragment once it is bonded to a character are as follows:

Artist: The character gains immunity to fire. All living creatures within 30 feet (including the character) gain evasion and a +10 luck bonus on Reflex saves.

Scholar: The character gains a +10 insight bonus on caster level checks to overcome spell resistance, and the save DCs for his spells and spell-like abilities increase by 2. All other living creatures within 30 feet (including the caster) gain immunity to fear and a +10 luck bonus on Will saves.

Slayer: The character gains a +20 insight bonus on attack rolls. All

other living creatures within 30 feet (including the caster) gain immunity to paralysis and a +10 luck bonus on Fortitude saves.

Once Dragotha is slain, Balakarde's spirit reacts as detailed in "Concluding the Adventure." If the PCs retreat from a battle with Dragotha, the spirits return to their lesser forms, bonded to the three items.

PART FIVE: THE TABERNACLE OF WORMS

Those who defeat the Kyuss chimera guardians of Kyuss' Maw find a long tunnel that leads deep into the ground below the Wormcrawl Fissure, and eventually to the cornerstone of the cult of Kyuss—the Tabernacle of Worms.

Tabernacle Features

The Tabernacle of Worms has served as Dragotha's primary lair for well over 15 centuries, during which time it was also Kyuss' prison. Due to the cult's ceaseless work at shoring up the tabernacle's defenses and the presence of the Wormgod himself, the structure possesses several potent defense features. The entire tabernacle radiates strong abjuration, transmutation, and necromancy magic. Other recurring features within the tabernacle are described below.

Unhallowed Halls: The entire tabernacle radiates an effect similar to the *unhallow* spell that prevents good summoned or conjured creatures from entering. Moreover, evil creatures within the tabernacle gain a +2 deflection bonus to AC and a +2 resistance bonus on saves against attacks (or effects created by) good creatures.

All attempts to turn undead within the tabernacle take a –4 penalty, and checks to rebuke undead gain a +4 profane bonus. Spell resistance does not apply to this effect.

Lastly, the *unhallow* effect also grants *freedom of movement* to all worshipers and minions of Kyuss within its halls.

Walls, Ceilings, and Floors: The green marble surfaces of the tabernacle (walls, floors, and ceilings) self-repair damage inflicted upon them at a rate of 10 points of damage per round, such that any hole made in the structure is soon mended. A creature that damages any part of the Tabernacle with a melee weapon is attacked by a spray of Kyuss worms that spews from the cracks in the stone with a +20 ranged touch attack. If the spray hits, the character becomes infested. This spray has a range of 30 feet, and the worms released immediately fade away if they don't infest the target. Additionally, each time a creature passes through a wall, floor, or ceiling using *ethereal jaunt*, *passwall*, or similar spells, it immediately becomes infested with Kyuss worms; these worms materialize within the victim's body and thus can infest creatures with high natural armor scores. Once a creature becomes infested, it suffers 6d6 damage per round as the worms burrow through his body; this persists for 1d4 rounds. At this point, the worms reach the victim's brain and the victim takes 2d6 points of Intelligence drain per round. Any effect that slows or destroys Kyuss worms also slows or destroys this infestation. A victim drained to 0 Intelligence dies and rises 1d4 rounds later as a favored spawn of Kyuss. This template is detailed in issue #336 of DRAGON; if you don't have access to this template, the victim instead rises as a vampire.

Ceilings in the tabernacle are 40 feet high unless otherwise noted.

Doors: The doors in the tabernacle are in fact made of writhing sheets of Kyuss worms. The denizens of the tabernacle can move through one of these doors as a move action, simply pushing through the writhing sheet. To other creatures, the worm doors cannot be physically opened. Contact with a door brings the threat of infestation—the character must make a DC 20 Fortitude save each round or become infested as if he attempted to pass through one of the tabernacle walls. The wormdoors can be battered down with enough damage (although they regenerate damage quickly), and should be treated as objects rather than creatures for resolving attacks. Although composed of worms, the doors are held together by magical forces as hard as iron. *Knock* causes the worms in a wormdoor to discorporate into a harmless mound on the floor if the caster makes a DC 30 caster level check. Attempts to break or damage a wormdoor release a spray of worms as detailed above.

Wormdoor: 4 in. thick; Hardness 10; hp 90; fast healing 20; Break DC 30.

Secret Doors: The secret doors in the tabernacle are quite cleverly hidden, but can be discovered with a DC 35 Search check.

Illumination: Rooms in the Tabernacle are softly illuminated with green light that's just bright enough to read by unless otherwise indicated.

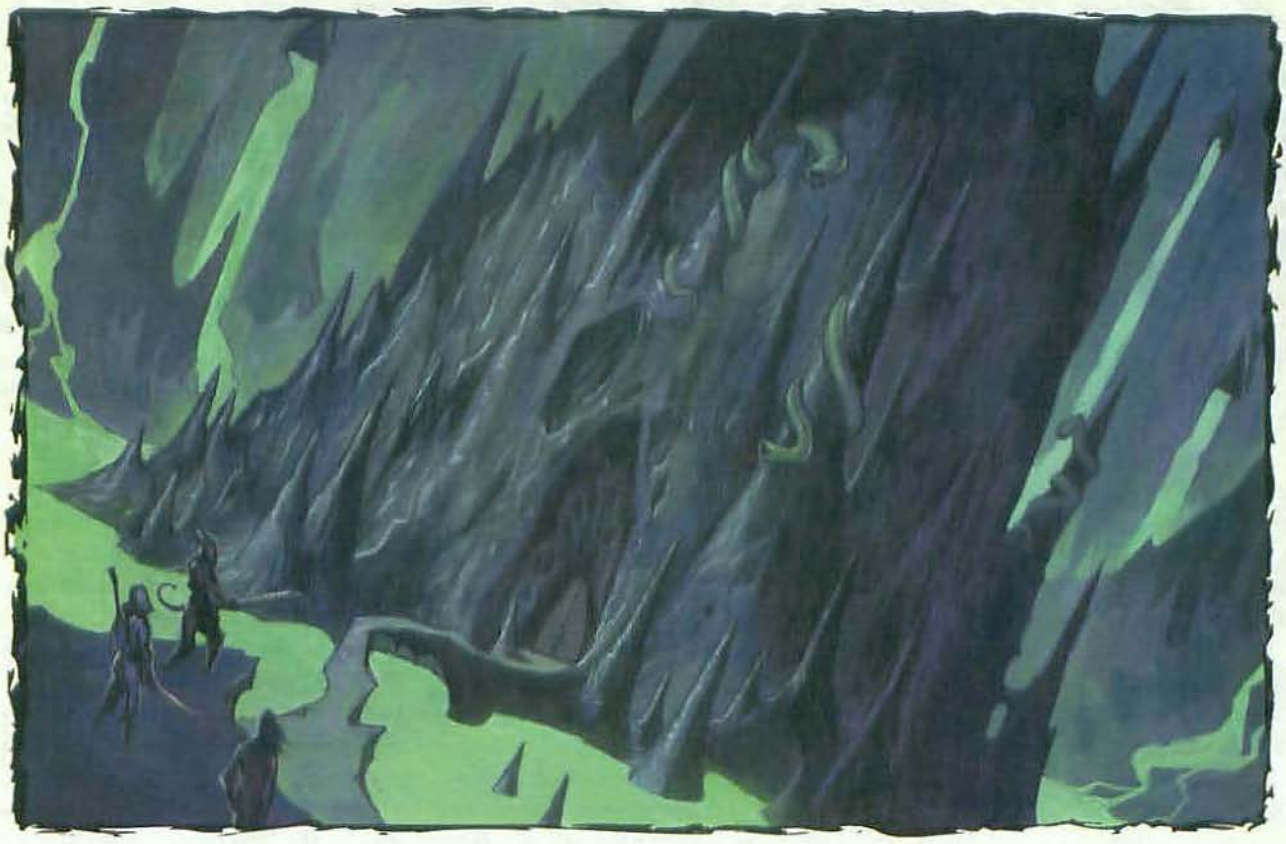
Scrying: The interior of the Tabernacle of Worms is constantly protected by *screen* spells. Anyone who attempts to scry on a creature within the Tabernacle of Worms instead receives a vision of Kyuss himself, a towering figure made of worms and dressed in a ragged cloak. The scrying character must make a DC 30 Will save each round the scrying persists or be driven to insanity, as per the spell of the same name.

Death: The body of a character who dies in the Tabernacle is immediately infested with ghostly green worms that quickly consume the remains within a round of death. At the end of this round, the worms explode outward in a slithering geyser of green. This horrific display functions as a *weird* spell (DC 25, caster level 20th) that affects all non-worshipers of Kyuss within 30 feet of the dead character. Worshipers of Kyuss in this area gain the effects of a *death knell*, as if they had cast this spell on the creature that died.

Approaching the Tabernacle (EL 20)

From Kyuss' Maw (area 9 of the Wormcrawl Fissure), the PCs have a mile-long journey along a spiraling passageway that winds deep into the ground. As they near the end of the walk, a grisly green glow and the haunting sound of a strange hissing hint at a vast cavern ahead.

The passageway opens onto a relatively narrow ledge that overlooks an immense circular cavern lit by a nauseating green glow. The cavern seems to be roughly ovoid in shape. The walls, ceiling, and floor shimmer here and there with



phosphorescent fungi, but the predominant source of lighting is the sloshing lake of thick green slime at the far end of the cave. Several turgid waterfalls of the stuff drool from openings high up on the far wall of the cave, and now and then thick shapes of the things that dwell within the slime lake ripple against its surface. The lake's beaches are an horrific mix of dried crusty slime and millions of writhing worms that feast on the stuff, the sound of their rasping mouths working in unison, filling the cavern with a strangely soothing hiss.

On the closest shore of the nightmare lake, yet still nearly a half-mile from the ledge, looms an immense pile of stalagmites and upthrust pillars of green rock that form a natural castle. A huge central pillar of stone rises up from the fortress to merge with the roof above. Six smaller stalagmite-like towers rise around the structure's perimeter. Coiled around each of these spires are immense green worms, their fanged heads twitching lazily to and fro like sentinels, observing the cavern around them. A moat of green sludge surrounds the structure, and a single crooked bridge arches up over it to a pair of massive stone doors.

The lake beyond the tabernacle, as well as the surrounding moat and the waterfalls on the far end of the room, consist of an enormous colony of green slime. The source of this slime is mysterious, for at each waterfall's source the water rushing in is clean and pure; only upon cascading into this cavern does it become slime. The lake itself never overflows its banks—the excess green slime turns to a nasty-smelling crust at the lake's shores and is quickly eaten by the millions of Kyuss worms that make up the slime lake's beaches. Taken from the lake, this green slime quickly turns to crust and flakes (although the process takes 2d4 rounds, likely long enough to do a lot of harm to anyone who touches it). Details on green slime appear on page 76 of the *Dungeon Master's Guide*.

Within the slime dwell strange and horrific monsters that have little interest in what goes on in the world above. The exact nature of what monstrous creatures might thrive in a lake of green slime is beyond the scope of this adventure, although if the PCs persist in trying to find out, a good place to start would be by advancing a purple worm to 48 Hit Dice and then applying the multi-headed template from *Savage Species* to create a seven-headed monstrosity. These monsters should be Epic threats, beyond even the power of Dragotha to command and control, their near mindless natures the only thing that prevents them from emerging as true dangers to the world.

Creatures: The six overworms on the spires can be used by those within the tabernacle to watch the outer cave. These worms have *true seeing* and +24 Listen; if any of them notice approaching characters, they roar and writhe. This alerts the denizens of the tabernacle immediately. See area 3 for more details on these sentinels.

Another guardian patrols the outer cavern, a dangerous wyvern named Zyrith. Once a lowly mount for an exiled Razorwind derro warlock named Venk, Zyrith has mastered the art of aerial combat. He and Venk took up with the

cult of Kyuss initially in the hopes of using the cult to strike a vengeful blow against the Razorwind derro, but over the years the two have grown less interested in revenge and more interested in aiding Dragotha in releasing the Wormgod, for the dracolich has promised them places of power and rulership over the world during the Age of Worms.

Zyrith's lair is a small hollow on the exterior of the tabernacle; there's a 30% chance he's sleeping when the PCs arrive (unless the PCs are expected). He wakens automatically if the overworms begin roaring.

Zyrith shares a telepathic bond with his close friend Venk. If he notices the PCs approaching, the wyvern flies over to the northeasternmost overworm spire and telepathically alerts the derro. Venk drops what she's doing and uses *flee the scene* to quickly enter the northeast spire and then to exit the tabernacle entirely. Within three rounds of Zyrith's alert, she's mounted on the wyvern and the pair flies out to attack the PCs.

VENK **CR 19**

Female derro fighter 8/warlock 9
CE Small monstrous humanoid
Monster Manual 49, *Complete Arcane* 7
Init +10; **Senses** darkvision 60 ft.; Listen +2, Spot –3
Languages Draconic, Undercommon

AC 26, touch 17, flat-footed 23
hp 229 (20 HD); **DR** 2/cold iron
Immune *confusion* and insanity
SR 15
Fort +25, **Ref** +14, **Will** +19
Weakness vulnerability to sunlight

Spd 20 ft.
Melee +1 *adamantine shock trident* +20/+15/+10/+5 (1d6+4 plus 1d6 electricity plus wyvern poison on first strike) or
+1 *adamantine shock trident* +20 (1d6+4 plus 1d6 electricity plus 5d6 plus wyvern poison on first strike, *hideous blow*)
Ranged *eldritch blast* +24 touch (5d6)
Base Atk +17; **Grp** +14
Atk Options Point Blank Shot, Ride-By Attack, Spirited Charge, sneak attack +1d6
Combat Gear *wand of barkskin* +4 (22 charges), *wand of displacement* (11 charges), *wand of cure critical wounds* (38 charges), *wand of dominate person* (14 charges), 10 doses of wyvern poison
Invocations Known (CL 9th)
Lesser—*flee the scene, voracious dispelling*
Least—*dark one's own luck, eldritch spear, hideous blow*
Spell-Like Abilities (CL 3rd)
At will—*darkness, ghost sound* (DC 18)
1/day—*daze* (DC 18), *sound burst* (DC 20)

Abilities Str 13, Dex 22, Con 24, Int 8, Wis 5, Cha 26
SQ deceive item, madness, poison use, *telepathic bond*
Feats Combat Casting, Improved Critical (ray), Improved Initiative , Mounted Combat, Mounted Archery, Point Blank Shot, Precise Shot, Ride-By Attack, Skill Focus (ride), Spirited Charge, Weapon Focus (trident), Weapon Specialization (trident)
Skills Listen +2, Ride +17, Use Magic Device +17
Possessions combat gear, *+3 scale armor, +1 adamantine shock trident, cloak of Charisma +4, gloves of Dexterity +6, amulet of health +4, ring of protection +3, bracelet of friends* (keyed to Zyrith)

Detect Magic (Sp) Venk can use *detect magic* as the spell at will. Caster level 10th.
Deceive Item (Ex) Venk can take 10 at all times with Use Magic Device. She does not automatically fail at using this skill on a natural 1.
Eldritch Blast (Sp) Venk's *eldritch blast* manifests as a 250-foot-long ray. It is a ranged touch attack that affects a single target, allowing no saving throw. Venk's *eldritch blast* deals 5d6 points of damage on a hit. This ability is the equivalent of a 5th-level spell, and is subject to spell resistance. An *eldritch blast* deals half damage to objects, but the damage bypasses all forms of damage reduction and all forms of energy resistance.
Fiendish Resilience (Su) Once per day, as a free action, Venk can gain fast healing 1 for 2 minutes.
Invocations (Sp) Similar to spell-like abilities, invocations represent a warlock's repertoire of attacks, defenses, and abilities. A warlock can use any invocation she knows at will. They are considered spell-like abilities; invoking one provokes attacks of opportunity and they can be disrupted. The save DC for an invocation is 10 + the equivalent spell level of the invocation + the warlock's Charisma modifier. Unlike other spell-like abilities, invocations have a somatic component, and are subject to arcane spell failure chances from medium or heavy armor.
Telepathic Bond Venk shares a permanent *Rary's telepathic bond* with Dragotha and Zyrith.

Venk's Invocations

If you don't have access to *Complete Arcane*, use the following notes when using Venk's invocations during play. She can use all of these invocations at will; activating an invocation is a standard action that provokes attacks of opportunity. The number that follows each invocation's name is its effective spell level. The effects of her invocations are included in her stat block as appropriate.

***Dark One's Own Luck* (Sp)** Venk gains a luck bonus equal to her Charisma bonus to Fortitude, Reflex, or Will saves for 24 hours. She typically applies this bonus to Fortitude saves.

***Eldritch Spear* (Sp)** Increases the range of her *eldritch blast* to 250 feet.

***Flee the Scene* (Sp)** Venk can *dimension door* (as the spell) once per round at will, although the range is only 45 feet. When she uses this ability, she leaves behind a *major image* of herself in her place that lasts for 1 round and reacts appropriately to attacks as if she were concentrating on it.

***Hideous Blow* (Sp)** As a standard action, Venk can make a single melee attack. If she hits, the target is affected as if struck by her *eldritch blast*—this damage is in addition to any weapon damage she deals.

***Voracious Dispelling* (Sp)** Venk can use *dispel magic* as the spell, at will. Any creature with an active spell effect dispelled by this invocation takes 1 point of damage per level of the spell (no save).

ZYRITH **CR 17**

Advanced wyvern aerial avenger 10
CE Huge dragon
Monster Manual 259, *Dragon Compendium* 66
Init +7; **Senses** darkvision 60 ft., low-light vision, scent; Listen +26, Spot +26
Languages Draconic

AC 35, touch 13, flat-footed 32; Dodge, Mobility
hp 250 (20 HD)

Venk and Zyrith

Immune sleep, paralysis
Fort +17, **Ref** +17, **Will** +11; evasion

Spd 20 ft., fly 80 ft. (good)
Melee sting +25 (2d6+10 plus poison) and bite +23 (3d8+5) and 2 wings +23 (2d6+5) and 2 talons +23 (3d6+5)
Space 15 ft.; **Reach** 10 ft.
Base Atk +17; **Grp** +35
Atk Options Power Attack, death from above +2, improved grab (talons), momentum +3, power dive, range increase
Special Atk swoop, terrifying shriek

Abilities Str 30, Dex 16, Con 24, Int 8, Wis 12, Cha 6
SQ telepathic bond
Feats Ability Focus (poison), Alertness, Armor Proficiency (light), Dodge, Flyby Attack, Improved Initiative, Mobility, Multiattack, Improved Natural Attack (sting), Power Attack
Skills Hide +18, Listen +26, Move Silently +26, Spot +26, Tumble +20
Possessions *+4 mithral breastplate barding, amulet of natural armor +2, ring of protection +2, ring of evasion*

Death From Above (Ex) If in the air above a foe, Zyrith gains a +2 competence bonus on attack rolls.
Momentum (Ex) If in the air, Zyrith gains a +3 competence bonus on damage rolls.
Poison (Ex) Injury, Fortitude DC 24, initial and secondary damage 2d6 Con.
Power Dive (Ex) When Zyrith makes a dive (charge) attack, he deals +1d6 damage if he hits.
Range Increase (Ex) When making a ranged attack in the air, Zyrith increases the distance of any range increment by 50%.
Swoop (Ex) While flying in a straight line using a full-round action, Zyrith can move his fly speed and make a melee attack at every foe within reach on his path. For each foe attacked beyond the first, each attack suffers a –1 penalty. Zyrith gives up his regular attacks to take this action. This extraordinary ability draws no attacks of opportunity, even if Zyrith passes through threatened areas on his way through the swoop.
Telepathic Bond Zyrith shares a permanent *Rary's telepathic bond* with Venk.
Terrifying Shriek (Ex) Zyrith can add a shrill shriek to his swoop attack, causing all creatures within 50 feet of the point of the first attack to make a DC 18 Will save or become panicked for 1d6+4 rounds.

Tactics: It takes Zyrith and Venk a few rounds to reach the PCs, during which time Venk uses her *wand of barkskin +4* and *wand of displacement* on herself and Zyrith. The two don't stop to talk when they reach the PCs.

Zyrith's tactics generally consist of using multiple swoop and terrifying shriek attacks as long as the enemies are in a formation that approximates a line. Otherwise, he makes use of death from above and Flyby Attack, focusing on stinging foes. He resorts to full-round attacks only against aerial foes or single ground-based targets.

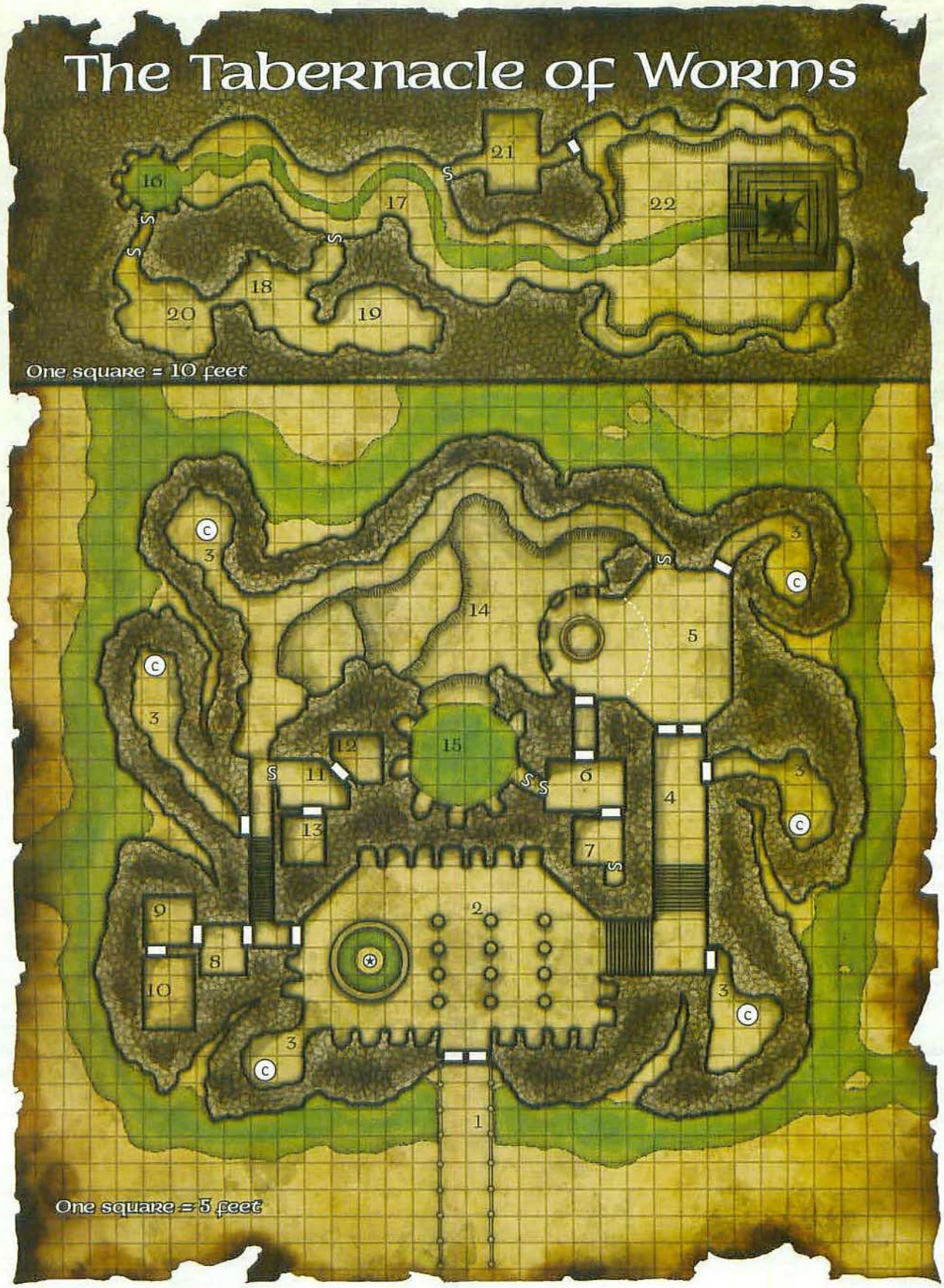
Venk uses her *eldritch blast* each round against foes that have strong ranged or flight capabilities, or *voracious dispelling* against foes that seem to have a lot of magic protection. Remember that once per round she can make a Ride check to negate attacks against Zyrith by using her Mounted Combat feat. If she or Zyrith is brought below 50 hit points, they both attempt to flee back to the Tabernacle. Once they reach it, Venk flees the scene into the tabernacle (area **5** if possible) and then uses her *bracelet of friends* to call her wyvern ally inside as well.

1. Tabernacle Entrance (EL 15)

Two massive stone doors set into the side of the fortress block further progress. Each door seems to be made of dark stone, yet each ripples like shivering flesh as countless green worms burrow through it.

The entrance doors are immense wormdoors, twice as large as those found within the tabernacle. Furthermore, the doors themselves are *arcane locked* (caster level 20).

Huge Wormdoor: 8 in. thick; Hardness


The Tabernacle of Worms
16
17
21
22
18
20
19
One square = 10 feet
14
5
15
12
11
6
4
13
7
9
2
8
10
3
1
One square = 5 feet

10; hp 180; fast healing 20; Break DC 38.

Trap: Any attempt to open the doors by a non-worshiper of Kyuss results in a flash of green light as a single overworm is summoned to defend the entrance. Summoned overworms remain for 20 rounds before vanishing, but a new one is summoned each time someone attempts to open the door or otherwise damage it. The worms can appear anywhere within 100 feet of the doors.

The 80-foot-long green overworm has a vicious maw ringed with row upon row of needle-like teeth. The worm's green bulk flattens on its underside, its color lightening and the rings of its musculature becoming tighter. It has no obvious sensory organs, yet reacts to sound and movement with surprising speed.

Wormcall Trap: CR 15; magic device; touch trigger; automatic reset; summons one overworm to any point within 100 feet; Search DC 35; Disable Device DC 40.

OVERWORM **CR 15**

Always CE gargantuan magical beast
DUNGEON #130

Init +3; **Senses** darkvision 60 ft., tremorsense 60 ft; Listen +24, Spot +1

AC 26, touch 5, flat-footed 26
hp 250 (20 HD); **DR** 15/silver
Immune mind affecting effects, poison
Fort +21, **Ref** +11, **Will** +7

Spd 20 ft., burrow 20 ft., swim 10 ft.
Melee* bite +21 (4d6+42/19–20)
Space 20 ft.; **Reach** 20 ft.
Base Atk +20; **Grp** +47
Atk Options Awesome Blow, Improved Bull Rush, Power Attack, improved grab (bite), swallow whole
Special Atk call of the wormgod
*Includes adjustment for 10-point Power Attack

Abilities Str 40, Dex 8, Con 24, Int 1, Wis 12, Cha 8
SQ obey the wormtouched, worm infested
Feats Awesome Blow, Great Fortitude, Improved Bull Rush, Improved Critical (bite), Improved Initiative, Improved Natural Attack (bite), Power Attack
Skills Listen +24

Environment Any Kyuss-associated
Organization Solitary, pair, or swarm (3–6)
Treasure None
Advancement 21–30 HD (Gargantuan), 31+ HD (Colossal)

Call of the Wormgod (Su) Once per round as a free action, an overworm can project this foul and cancerous will into other living creatures, targeting any one living creature within 120 ft. The target must make a DC 19 Will save or be stunned, its mind filled with the horrid visions that writhe within the divine consciousness of Kyuss. Each round at the start of its turn, the victim may attempt a new saving throw to end the effect as a full-round action that does not provoke attacks of opportunity. This is a mind-affecting effect. The save DC is Charisma-based.

Improved Grab (Ex) To use this ability, an overworm must hit with its bite attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity. If it wins the grapple check, it establishes a hold and can attempt to swallow the foe on the following round.

Obey the Wormtouched (Su) Although they are nearly mindless, overworms unerringly follow simple commands given by other undead servants of Kyuss.

Swallow Whole (Ex) An overworm can try to swallow a grabbed opponent of at least one size category smaller than itself by making a successful grapple check. Once inside, the opponent takes 2d8+16 points of crushing damage plus 6 points of acid damage per round from the worm's gizzard. The victim is also targeted by the worms that dwell in the overworm's body (see Worm Infested, below). A swallowed creature can cut its way out by using a light slashing or piercing weapon to deal 25 points of damage to the gizzard (AC 20). Once the creature exits, muscular action closes the hole. Another swallowed opponent must cut its own way out. An overworm's gut can hold 2 Medium, 8 Small, 32 Tiny, or 128 Diminutive or smaller opponents.

Worm Infested (Ex) An overworm is host to hundreds of smaller worms of Kyuss. Any creature that attacks an overworm with a natural weapon, unarmed strike, or light melee weapon must make a DC 19 Reflex save or a number of worms latch on to his flesh and begin burrowing into his body. The save DC is Dexterity-based. Once infested, the victim takes 1d6 points of damage per round for 1d4+1 rounds. At the end of that period, the worms reach the host's brain. While the worms are inside a victim, a *remove curse* or *remove disease* effect destroys them, and a *dispel evil* or *neutralize poison* effect delays their progress for 10d6 minutes. A successful DC 20 Heal check extracts the worms and kills them, although this check takes 1d3 rounds to perform and the worms may reach the brain before the Heal check succeeds. Once the worms reach the brain, the victim takes 2d4 points of Intelligence damage per round until the worms are killed (by *remove curse* or *remove disease*) or they slay the host (death occurs at 0 Intelligence). A Small, Medium, or Large humanoid slain by these worms rises as a sword of Kyuss (see *DUNGEON* #130) 1d6+4 rounds later. A Tiny or smaller creature quickly putrefies, and a Huge or larger creature (or any non-humanoid creature) becomes a normal zombie of the appropriate size. Newly created undead are not under the overworm's control.

2. Temple of the Worm (EL 20)

This immense hall has a vaulted ceiling that rises to a height of nearly eighty feet. The floor is of highly polished stone. To the east, a flight of stairs leads up to a passageway, while a single writhing door of worms sits in the west wall. Numerous alcoves line the walls, each of which glows with golden light and contains some sort of free-standing portal. A bank of stone pillars supports the vaulted ceiling in the east portion of the chamber, while to the west, the room is open. Here, a fifteen-foot-wide fountain of green liquid churns and sloshes. Standing on a pedestal in the center of the fountain is a ten-foot-tall humanoid statue dressed in tattered robes. The figure's hands and part of its face are visible—and appear to be made of hundreds of worms.

This chamber is the primary place of worship for the faithful of Kyuss. His clerics from around the world are expected to make a pilgrimage to this chamber to offer their prayers by the time they reach 10th level. The cult is not as organized as most other faiths; they do not hold ser-

mons nor large ceremonies. Worship of the Wormgod is a personal thing.

The "water" in the fountain is in fact green slime. When sacrifices are made to Kyuss, the cultists often use this slime pool to amputate their victim's limbs, burning the slime away before the torso is endangered. The helpless victim is then brought to the wormvent (area **15**) and allowed to float gently down to the feasting caverns below. There are effectively eight patches of green slime in the fountain.

Each of the glowing golden alcoves in this chamber contains a single door that leads to a separate and permanent *Mordenkainen's magnificent mansion*, each keyed to one of the 19 avolakia clerics who dwell here.

Creatures: Kyuss' cult is led by a coven of twenty priests. One of these is Lashonna herself, while the other 19 are avolakia clerics. These 19 clerics dwell here, although a fair number of them are currently elsewhere, preparing for the Age of Worms. Only six remain in this area. If the tabernacle is on alert, they are ready to defend this chamber; otherwise, they remain in their separate *mansions*, emerging once the overworms in area **3** raise the alarm.

Avolakia Priest (6) **CR 15**

Avolakia cleric 10 (Kyuss)
NE Large aberration (shapechanger)
Monster Manual II 29
Init +3; **Senses** darkvision 60 ft.; Listen +11, Spot +11
Languages Avolakia, Draconic, Undercommon

AC 24, touch 20, flat-footed 21
hp 170 (20 HD); regeneration 4
Immune cold, disease, energy drain, paralysis
Resist fire 10; **SR** 21
Fort +14, **Ref** +9, **Will** +25

Spd 20 ft.
Melee bite +18 (2d6+5 plus poison) and 8 claws +16 (1d4+2)
Space 10 ft.; **Reach** 10 ft.
Base Atk +14; **Grp** +16
Atk Option smite 1/day (+4 attack, +10 damage)
Special Atk death touch 1/day (10d6 damage), rebuke undead 11/day (+10, 2d6+18), *suggestion*

Spells Prepared (CL 10th, +18 touch)
5th—*mass cure light wounds* (2), *flame strike* (DC 26), *slay living*[D] (DC 27), *wall of stone* (DC 26)
4th—*air walk*, *cure critical wounds*, *death ward*[D], *freedom of movement*, *sending*, *spell immunity*
3rd—*blindness/deafness* (DC 25), *contagion*[D] (DC 25), *cure serious wounds* (3), *dispel magic*, *magic circle against good*
2nd—*cure moderate wounds* (2), *death knell*[D] (DC 24), *enthrall* (DC 23), *hold person* (DC 23), *resist energy*, *silence* (DC 23), *spiritual weapon*
1st—*command* (DC 22), *cure light wounds* (4), *divine favor*, *inflict light wounds*[D] (DC 23), *sanctuary* (DC 22)
0—*cure minor wounds* (2), *guidance*, *mending*, *read magic*, *resistance*
D Domain Spell; **Domains** Death, Destruction

Spell-Like Abilities (CL 14th, +16 ranged touch)
At will—*chill touch* (DC 19), *cause fear* (DC 19), *detect magic*, *disrupt undead*, *gentle repose*, *ghoul touch* (DC 20), *halt undead* (DC 20), *mage hand*, *read magic*, *spectral hand*
3/day—*animate dead*, *create undead*, *enervation*, quickened *vampiric touch*

Abilities Str 20, Dex 16, Con 19, Int 14, Wis 32, Cha 26
SQ alternate form, defensive aura, spontaneous casting (inflict spells)
Feats Combat Casting, Combat Reflexes, Craft Wondrous Item, Improved Initiative, Multiattack, Quicken Spell-Like Ability (*vampiric touch*), Spell Focus (necromancy)
Skills Bluff +21, Concentration +17, Diplomacy +12, Knowledge (religion) +22, Sense Motive +24, Spellcraft +15
Possessions *bracers of armor +4*, *periapt of Wisdom +4*

Alternate Form (Su) An avolakia can polymorph (as the spell) into any humanoid creature at will. It can remain in its assumed form indefinitely. While in humanoid form, the avolakia loses the benefits of its protective slime, and no longer has fire resistance 10 or a +10 bonus on Escape Artist checks.
Defensive Aura (Su) An avolakia gains a deflection bonus to its Armor Class equal to its Charisma bonus.
Poison (Ex) Injury, Fortitude DC 24, initial damage 1d6 Wisdom, secondary damage 2d6 Wisdom.
Regeneration (Ex) Acid, fire, and electricity deal lethal damage to an avolakia.
***Suggestion* (Sp)** When in humanoid form, an avolakia can implant suggestions with its melodious and hypnotic voice. By speaking soothingly to a single creature within 50 feet, the avolakia can create an effect identical to that of a quickened *suggestion* spell (caster level 10th, Will save DC 28). An opponent in eye contact suffers a –2 penalty on the saving throw. An avolakia can use this spell-like ability a number of times per day equal to its Charisma modifier.
Skills Due to the slime it constantly exudes, an avolakia in its true form gains a +10 competence bonus on Escape Artist checks.

Tactics: The avolakia priests work together to repel intruders. If they have time to prepare, each priest casts *death ward*, *air walk*, and *freedom of movement*. They then assume the form of attractive humanoids and prepare actions to use *suggestion* on anyone who enters the chamber, suggesting that they lay down their arms and accompany the priests into their mansions, one at a time. A character who agrees to retreat into a mansion with an avolakia priest is on his own against the creature, which tries its best to kill him with a coup de grace bite.

In combat, three of the priests engage the party while the other three hang back to support their allies with healing and ranged spells. They enjoy using *walls of stone* to split up the party.

3. Wormspire (EL 15)

There are six wormspires in the tabernacle; each looks fairly similar. The room itself is a domed cavern with a five-foot-wide hole in the ceiling that leads about 60 feet up. Anyone standing below this hole feels a gentle updraft of air. A creature that concentrates can activate a *levitate* effect that lifts or lowers him. Sixty feet above the floor, the shaft ends next to a strange pair of writhing worm-like tubes. A character who affixes these tubes to his eyes can then observe the outer cavern through the senses of the associated overworm wrapped around the

spire. A non-worshiper of Kyuss who attempts this must make a DC 20 Will save to keep these worms under mental control, otherwise they quickly (and painfully) eat the character's eyes, causing permanent blindness that requires a *regeneration* spell to cure.

Creatures: The overworms around these spires do not release their grip on the spires, but attack anything that comes in reach.

Three wormspires (determine which ones randomly) are occupied by a single avolakia priest observing the surrounding caverns.

Overworms (6): hp 250; see page 76.

Avolakia Priests (3): hp 170; see page 77.

4. Grace of the Green

The walls, floors, and ceiling of this twenty-foot-high hall shimmer and waver with green light.

All of this hallway's surfaces are in fact *permanent illusions* (DC 22) that cover the truth; the walls, ceiling, and floor of this hallway seethe with Kyuss worms. Anyone who comes into contact with the worms must make a DC 20 Fortitude save each round or become infested as if he attempted to pass through one of the tabernacle walls.

5. Birthing Chamber (EL 3)

The stony walls of this vaulted chamber ripple with the burrowing passage of thousands of hissing green worms. Above, the ceiling is a dome of green light that illuminates the chamber with a nauseating viridian shade. To the west, the wall curves and features five tall windows that look out into a large cavern. The floor near these windows rises up to form a lip or rim around a five-foot-wide hole in the floor from which delicate tendrils of green mist rise. A cage made of writhing green metal hangs from a stalk of green affixed to the ceiling above, its empty confines twisting lazily in the air above the misting hole.

This sinister chamber is where Kyuss (and later his minions) prepared the chosen few for transformation into one of the most dangerous of the Wormgod's undead minions—the Kyuss Knight. The PCs have encountered several of these menaces before (in "The Spire of Long Shadows", issue #130), and although they won't encounter any in this adventure, they shall in "Dawn of a New Age" (issue #135), for Lashonna has used the chamber several times of late to produce additional minions. Dragotha, concerned by Lashonna's motives, destroyed the vampire sorcerer Levashti who once dwelt nearby and oversaw the creation of the knights, replacing the undead minion of Lashonna with his own champion, a derro warlock named Venk.

Any character who comes into contact with the walls here must make a DC 20 Fortitude save each round or become infested as if he attempted to pass through one of the tabernacle walls.

The pit is a stone shaft that extends through the wormdrake's cave (area **14**) and down 500 feet to a fifteen-foot-diameter sphere-shaped room. This chamber was once a focus for Kyuss' thoughts and emotions, and transformed anyone within into a unique Kyuss Knight (if the creature pleased the Wormgod) or utterly annihilated him. Now that Kyuss' stony prison has been moved to Alhaster, this chamber's latent energies simply bestow 1d6 negative levels per round upon any living creature within. A creature that gains a number of negative levels equal to its Hit Dice is transformed into a zombie.

Creature: The cage hanging over the pit can be opened and closed at a touch (a free action). Once opened, the cage animates and attempts to catch the nearest living creature, at which point it drops into the chamber below. The stalk attaching the cage to the ceiling extends elastically so that the cage comes to a standstill in the room below in only one round, and remains extended until the creature within is transformed into a zombie. The cage and stalk comprise a single animated object made of a strange elastic metal.

Animated Cage, Large animated object: hp 52; Space/Reach 5 ft./10 ft.; SA improved grab; SQ hardness 20; *Monster Manual* 14.

Development: Any noise in this chamber immediately alerts Venk if she's in area **6**, and she comes to investigate at once. If she finds the PCs in here, she fights against them for a few rounds before fleeing to Zyrith's side outside. If Venk already encountered the PCs and has retreated here, she and Zyrith do their best to finish the job, possibly bull rushing characters into the pit. Venk remains in telepathic contact with Dragotha at all times, so even if the PCs defeat her, she can advise her lord on their strengths and weaknesses. If brought below 50 hit points, she abandons Zyrith to his fate and flees to the south, through the secret door in area **6** and up the wormvent to report her failure to Dragotha and perhaps fight at his side.

6. Venk's Parlor

This warm, thickly-carpeted chamber seems almost welcoming. Large padded chairs sit against the walls near low tables, and a large shelf of oversized books rests against the south wall next to one of the strange worm-infested doors.

Venk spends much of her time here, enjoying one of her hundreds of books. She is unlikely to be encountered here unless the PCs are exceptionally stealthy.

Treasure: The books on the shelves are an extensive collection of texts about demonology, the lower planes, and their impact on the Material Plane. Anyone who uses these books as an aid while making a Knowledge (the planes) check about these topics gains a +4 circumstance bonus on the check. The collection weighs 200 pounds in all and is worth 5,000 gp.

7. Venk's Bedroom

This room is thickly carpeted and dark, featuring a four-poster bed covered with silk sheets and nearly a dozen pillows.

A secret panel on the south wall hides a small niche where the previous vam-

piric occupant of the room hid a second coffin and some treasure. Venk has not yet discovered this alcove, since it's a DC 35 Search check to even notice the secret door.

Treasure: The hidden niche to the south contains a halfling-sized coffin filled with thick, moist grave dirt. Nothing dwells within, as Dragotha recently destroyed the vampire minion Lashonna kept here. On a shelf on the wall next to the coffin sit four pieces of jewelry; a pair of diamond and gold earrings worth 2,000 gp, a red metal ring set with five rubies worth 4,500 gp, a pearl and opal anklet worth 1,500 gp, and a bejeweled ring of silver set with star sapphires. The ring bears Lashonna's personal seal, and characters who have met Lashonna immediately recognize the distinctive mark, although how the ring came to be here may baffle them. The ring radiates strong conjuration magic, and is in fact a "key" of sorts, allowing the wearer and anyone touching him to *teleport* directly into Lashonna's sanctum below the Alhaster Boneyard. Activating the ring requires a command word that can be divined with a bit of research or a spell like *vision* or *legend lore*. Lashonna knows her vampiric minion has been destroyed, but the fact that Dragotha hasn't yet used this ring to invade her sanctum gives her hope that it hasn't yet been found. Nonetheless, she's arranged a nasty surprise for the next person to use this ring to pay her a visit.

The ramifications of teleporting into Lashonna's lair with this ring are detailed in the next adventure. Needless to say, traveling there before Dragotha is defeated is a poor decision at best.

8. Guardroom (EL 20)

This chamber has a high ceiling that vaults to a height of nearly fifty feet overhead.

Creatures: The two rooms beyond this chamber contain the Tabernacle's library—the collected lore of a cult several centuries old. A single avolakia priest guards this chamber at all times

Avolakia Priest: hp 170; see page 77.

9. Study

The walls of this chamber glisten and shimmer, almost as if they were coated with a thin layer of water. A circular table sits in the center of the room, surrounded by three chairs.

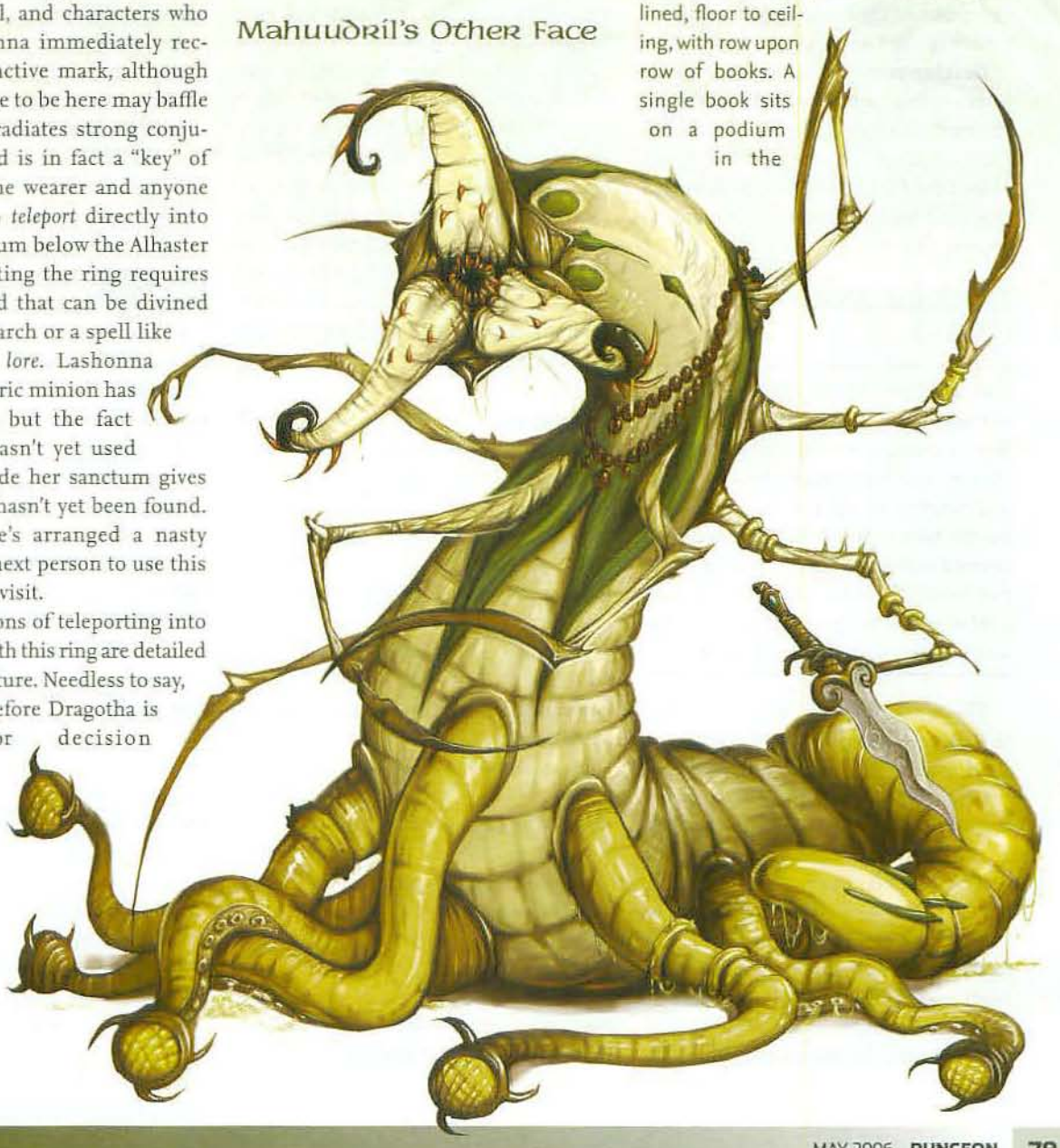
Removal of the books from area 10 is forbidden, so cultists who must research them do so in this room before returning the tome to the proper shelf.

The glistening walls are in fact a permanent *wall of force* effect that lines all surfaces of this room, preventing entrance save by the doors. This room is also protected by a permanent *dimensional lock* effect. Both of these effects function at caster level 20.

10. Library Vault

The walls of this sixty-foot-tall chamber are lined, floor to ceiling, with row upon row of books. A single book sits on a podium in the

Mahuudril's Other Face



center of the room, its identity masked by a black sheet of silk draped over the podium's top.

No ladders exist in this room; characters who wish to browse the shelves must be able to fly, *air walk*, or otherwise escape gravity.

This room is protected by a *dimensional lock* and *walls of force*, like area 9.

Treasure: This collection of books covers a huge range of subjects, from arcane mysteries to religion, history to geography. Any Knowledge check (save for local or nobility and royalty) made using these books gains a +4 circumstance bonus on the check. There are no magical books kept here, with the sole exception of the book on the podium—a *Book of Vile Darkness*.

Development: Among other things, the books in this room detail the entirety and the truth of Kyuss' history, as detailed in this campaign. You can use these books to feed the PCs answers to questions that may have been burning in their minds as you see fit.

11. Mahuudril's Parlor (EL 19)

The decadence of this chamber is nearly overwhelming. Thick carpet covers the floor, a crystal chandelier hangs from the ceiling, and high-backed padded chairs and couches sit against the walls. A low marble table in the middle of the room is covered with an array of tantalizing drinks and foodstuffs. Soft music fills the air with a relaxing, soothing melody, and even the air itself feels warm and comforting.

The music, food, and warm breezes in this room are the product of a *permanent illusion*, but everything else here is real.

Characters who eat the food or drink the wine find it delicious for the first few bites, but then a sudden putrid aftertaste quickly blooms into full-blown nausea. A DC 19 Will save allows a character to see through the illusion to realize he's been eating twitching, writhing parts from undead creatures (mostly animal zombies kept fastened to the tabletop by small chains). In any case, anyone who eats the food exposes themselves to filth fever (*Dungeon Master's Guide* 292).

Creatures: These chambers are the lair of one of the most powerful avolakias in the service of Kyuss, a sorcerer named Mahuudril. The PCs have encountered Mahuudril once before, in the guise of a merchant lady at Prince Zeech's party. Mahuudril, with Lashonna's aid, was the architect of the heretical cult of the Ebon Triad, and has recently returned to the Tabernacle of Worms at the vampiric silver dragon's request to do what she can to maintain Dragotha's ease of mind while Lashonna prepares to betray him.

Unfortunately for Lashonna, Dragotha saw through Mahuudril's bluff. Rather than kill the avolakia sorcerer, he instead turned the tables on Lashonna and won Mahuudril back to his side with his own silvered tongue. With her aid, he was almost able to prevent the theft of Kyuss' monolith, but in the end Lashonna managed to transport it to Alhaster. Now, Mahuudril spends her time here, waiting for Dragotha's order to return to Lashonna's side to betray her old mistress. For now, Dragotha wants Mahuudril to aid in the defense of the tabernacle, in case Lashonna's pets (the PCs) have the luck to make it this far.

Mahuudril **CR 19**

Female avolakia sorcerer 14

CE Large aberration (shapechanger)

Monster Manual II 29

Init +4; **Senses** darkvision 60 ft.; Listen +9, Spot +9

Languages Avolakia, Common, Draconic, Undercommon

AC 31, touch 23, flat-footed 27

hp 248 (24 HD); regeneration 4

Immune cold, disease, energy drain, paralysis

Resist fire 10; **SR** 21

Fort +16, **Ref** +11, **Will** +23

Spd 20 ft.

Melee +3 *speed dagger* +20/+20/+15/+10 (1d6+6/19–20) and bite +16 (2d6+1 plus poison) and 7 claws +16 (1d4+1)

Space 10 ft.; **Reach** 10 ft.

Base Atk +14; **Grp** +21

Special Atk *suggestion*

Spells Prepared (CL 14th, +17 ranged touch)

7th (4/day)—*finger of death* (DC 27)

6th (7/day)—*geas/quest* (DC 26), *repulsion* (DC 26)

5th (8/day)—*cone of cold* (DC 25), *summon monster V*, *wall of force*

4th (8/day)—*dimension door*, *ice storm*, *greater invisibility*, scrying

3rd (8/day)—*dispel magic*, *displacement*, *fly*, *greater magic weapon*

2nd (9/day)—*cat's grace*, *detect thoughts* (DC 22), *Melf's acid arrow*, *mirror image*, *resist energy*

1st (9/day)—*alarm*, *charm person* (DC 21), *grease* (DC 21), *magic missile*, *protection from good*

0 (6/day)—*acid splash*, *dancing lights*, *ghost sound* (DC 20), *mending*, *message*, *open/close*, *prestidigitation*, *resistance*, *touch of fatigue* (DC 20)

Spell-Like Abilities (CL 14th, +16 touch, +17 ranged touch)

At will—*chill touch* (DC 21), *cause fear* (DC 21), *detect magic*, *disrupt undead*, *gentle repose*, *ghoul touch* (DC 21), *halt undead* (DC 21), *mage hand*, *read magic*, *spectral hand*

3/day—*animate dead*, *create undead*, *enervation*, quickened empowered *vampiric touch*

Abilities Str 16, Dex 18, Con 24, Int 18, Wis 24, Cha 30

SQ alternate form, defensive aura, summon familiar (rat named Shlenkus)

Feats Alertness, Combat Reflexes, Craft Wondrous Item, Empower Spell-Like Ability (*vampiric touch*), Extend Spell, Forge Ring, Maximize Spell, Multiattack, Negotiator, Quicken Spell-Like Ability (*vampiric touch*), Weapon Finesse

Skills Bluff +36, Concentration +34, Diplomacy +42, Escape Artist +14, Intimidate +38, Knowledge (religion) +14, Sense Motive +18, Spellcraft +31

Possessions +1 *speed dagger*, *bracers of armor +6*, *ring of force shield*, *ring of Charisma +6* (as *cloak of Charisma +6*), *amulet of health +4*

Alternate Form (Su) Mahuudril can polymorph (as the spell) into any humanoid creature at will. She can remain in her assumed form indefinitely. While in humanoid form, she loses the benefits of her protective slime, and no longer has fire resistance 10 or a +10 bonus on Escape Artist checks.

Defensive Aura (Su) Mahuudril gains a deflection bonus to her Armor Class equal to her Charisma bonus.

Poison (Ex) Injury, Fortitude DC 29, initial damage 1d6 Wisdom, secondary damage 2d6 Wisdom.

Regeneration (Ex) Acid, fire, and electricity deal lethal damage to Mahuudril.

***Suggestion* (Sp)** When in humanoid form, Mahuudril can implant suggestions with her melodious and hypnotic voice. By speaking soothingly to a single creature within 50 feet, she can create an effect identical to that of a quickened *suggestion* spell (caster level 10th, Will save DC 23). An opponent in eye contact suffers a –2 penalty to the saving throw. Mahuudril can use this spell-like ability a number of times per day equal to her Charisma modifier.

Skills Due to the slime she constantly exudes, Mahuudril in her true form gains a +10 competence bonus on Escape Artist checks.

Tactics: Mahuudril reacts quickly if the overworm alarm is triggered. She casts *protection from good*, *cat's grace*, *resist energy* (against any energy types she knows the PCs use), *fly*, and *greater invisibility* on herself, taking at least 5 rounds before she begins to patrol the tabernacle, looking for the PCs. Once she finds them, she waits until they're in a combat or distracted by a trap before she attacks with *finger of death*, using *wall of force* and *repulsion* to further scatter the PCs. If she encounters a lone PC, she uses her *suggestion* ability to lure the PC into the prison (area **12**) where she tortures the victim to death before seeking out another PC to catch. If brought below 50 hit points, she uses *dimension door* to escape to the wormvent and join Dragotha.

12. Prison

The walls of this dank chamber feature no fewer than six hanging manacles, the cuffs stained with blood. A single bowl for food, water, and waste sits in the center of the room.

This prison cell is empty unless one of the PCs has been captured by Mahuudril. The cell itself is protected by *walls of force* and *dimensional lock* (see area **9**).

13. Bedchamber

The walls of this chamber seem coated with poorly-preserved skin. The entire place reeks of decay, and something below the layer of skin on the floor seems disturbingly pulpy and alive.

Mahuudril rests in this disturbing chamber. The pulp below the floor is in fact a thick layer of Kyuss worms; Mahuudril finds their writhing to be especially soothing and relaxing. The worms do not burrow through the necromanticly preserved flesh, but if the skin is cut, they spill out to infest the cutter as if he had attacked a wormdoor.

14. Wormdrake Lair (EL 20)

The ceiling of this immense cavern rises up to a point nearly seventy feet above the ledge that overlooks it from the southern entrance. This ledge winds upward along the northern wall, around a corner to the east. The cave floor itself drops away in three shelves, each ten feet lower than the last. To the east, a stone pillar rises up from the floor and into the underside of a circular room that protrudes balcony-like into the cave from a chamber to the east. Strewn around the base of the pillar is a fantastic swath of coins and other objects. The cave itself is filled with a shimmering green glow from a huge circular pit to the south.

Creatures: One of Dragotha's greatest creations, a wormdrake, dwells in this chamber. The beast combines the worst aspects of a dragon and an overworm, and is completely loyal to Dragotha. This wormdrake serves as a guardian to the wormvent (area **15**), but it pursues enemies anywhere in the tabernacle that it'll fit.

Wormdrake: hp 377; see Appendix.

Treasure: This wormdrake has collected a large amount of treasure over the centuries, mostly from adventurers foolish enough to try to invade the tabernacle, but some from raids against the outer world—the wormdrake sometimes accompanies Dragotha on these attacks. The treasure consists of 28,000 gp, 4,000 pp, a *potion of cure serious wounds*, a *potion of cat's grace*, a *potion of reduce person*, a *metamagic rod of enlarge*, a *staff of enchantment* (42 charges), a *wand of charm person* (3 charges), a *bronze griffon figurine of wondrous power*, and a *robe of stars*.

15. Lower Wormvent

A twenty-foot-wide shaft extends up through the ceiling and down into the depths of the earth. Dozens, if not hundreds, of alcoves line the walls of this shaft. Some of these are empty, but just as many contain the desiccated remains of a strange tentacled wormlike creature. The shaft itself fades into darkness above and below, and a thick rain of green fluid cascades down the center of the shaft, filling the air with an oily haze and coating the walls with moisture.

The greenish rain that cascades down this shaft is a manifestation of Kyuss' divine blood. The green fluid normally pooled in the Writhing Sanctum above, but when Lashonna tore Kyuss' monolith prison free, the resulting "wound" began to bleed. The green water formed a river that runs along the approach to the sanctum and rains down this shaft into the depths below. The fluid is freezing cold to the touch, and any creature in the shaft takes 1d6 points of cold damage per round. Worse, the rain is infused with the taint of Kyuss. Any living creature exposed to this rain of the Wormgod's blood must make a DC 25 Reflex saving throw to avoid taking 2d4 points of Constitution drain each round. On a successful save, the victim only takes 1 point of Constitution drain. Creatures that are immune to disease are immune to the effects of this green rain.

The avolakia bodies in the niches are long dead and harmless, despite their hideous appearance.

Any creature or object that enters this shaft begins to float downward at a rate of 60 feet per round. By concentrating, a creature can halt or even reverse this fall, levitating up at a speed of up to 60 feet.

The wormvent leads up nearly 300 feet, traveling along the inside of the central pillar of the tabernacle's exterior and high up into the stone above, leading to area **16**. Below, the shaft drops nearly

2,000 feet into an immense cavern filled with millions of Kyuss worms ranging in size from threads to immense 60-HD overworms. These creatures live and die in this cave, feasting upon each other. They certainly welcome a change in diet if anyone is foolish enough to explore this ruinous region.

16. Upper Wormvent

This area connects to area **15**.

17. The Worm's Path (EL 21)

A circular tube winds through the rock, its walls glassy and smooth as if burned with great heat or acidic force. Swarms of writhing green worms cling to the walls and ceiling in horrific defiance of gravity, although now and then clumps of the green menaces drop down like chunks of snow falling from the boughs of a tree. A river of thick green fluid rushes down the tube to the west, and the nearly freezing air smells thick with corruption.

The walls of this tube fester with Kyuss worms; anyone who touches them must make a DC 20 Fortitude save each round or become infested as if he attempted to pass through one of the tabernacle walls. The dropping worms are easy enough to avoid as long as a creature keeps an eye on them. Contact with the river of green has the same effects as contact with the rain in area **15**.

Creatures: Three immense undead creatures guard this tube-like tunnel. These three nightcrawlers spend most of their existence motionless, but once they sense intruders they quickly move to attack.

Nightcrawlers (3): hp 212 each; *Monster Manual* 195.

Tactics: One nightcrawler, coiled into attack pose, can effectively block passage, but does not block ranged support from the other two. While the front nightcrawler fights the PCs in melee, the others use ranged spells to support the battle.

18. Lashonna's Parlor

This cavern shows signs of once having been exquisitely decorated, yet all that remains now are a few fragments of furniture piled in the corners of the room.

When she dwelt here, Lashonna maintained this chamber and the two nearby chambers as her personal quarters. Since making the decision to betray Dragotha, she's avoided these rooms except for several surreptitious trips to move her valuables to her manor in Alhaster. Now, little remains to indicate the vampiric dragon once dwelt here.

19. Lashonna's Boudoir

This cavern is even emptier than area **18**, but a DC 30 Search of the place finds a few tarnished silver scales in the corners of the room. Canny PCs can use these scales to aid in *scrying* attempts against Lashonna. Details of what she's currently up to are given in the next adventure, "Dawn of a New Age."

20. Lashonna's Shrine

This cavern looks to have once held a personal shrine to Kyuss, but now all that remains is the sickening statue of the wormgod, a wretched mess that seems to have been built by stitching thousands of dead and preserved worms together into a roughly humanoid shape.

Experienced adventures may expect this horrific statue to animate and attack, but it's actually nothing more than a sinister statue, the only remnant of Lashonna's personal shrine to the Wormgod.

21. Cleansing Room

This small chamber contains only one item—a three-foot-high font of pure water.

The secret door entrance to this cave is near the roof of the worm's path tunnel, about 15 feet off the ground.

Visitors to the Writhing Sanctum were expected to take this route to approach Kyuss or Dragotha, pausing along the way to dip their face in the font. The font is magical; anyone who touches the water with flesh must make a DC 30 Will save to avoid becoming cursed. This curse manifests as a –10 penalty on Will saves—the "ritual of cleansing" was in fact little more than a sham intended to weaken the minds of those who paid Dragotha a visit so he could more easily dominate them. The magic of this font is tied to this chamber; if removed, it becomes nonmagic.

22. The Writhing Sanctum

The tube-like tunnel opens into a vast cavern lit by the undulant green glow of a huge ziggurat built of worm-infested stone. It appears that a small structure once stood atop the ziggurat, but now nothing remains but a great and jagged hole. The green liquid that ran down the passageway to the west gushes from this wound, cascading down the front stairs of the ziggurat in a chain of miniature waterfalls.

Two ledges overlook this cavern. The one to the north is only fifteen feet high, while the southern one is nearly thirty feet off the ground, and in the southwest corner of this ledge lies heaped an amazing mound of treasure. The ceiling rises to a dizzying vaulted height of nearly a hundred feet.

This chamber was, until recently, the Wormgod's cradle. With the exception of his brief period of escape 1,500 years ago, Kyuss has spent close to two millennia imprisoned here in the very monolith he used to capture and focus the devotional fanaticism of his people to fuel his divine apotheosis. Even imprisoned within this monolith, the Wormgod's aura remained strong; his presence can be seen in the lake of green slime beyond the tabernacle, within its writhing walls, and in the eyeless faces of his worm minions. Yet nowhere is his presence stronger than here. Had the PCs come upon this chamber only a few weeks prior, the presence of the monolith itself would have been their undoing. Now, in its absence, they must only contend with the ribbon of divine blood that weeps from the ziggurat, the cloying frozen necromantic taint in the air, and the chamber's lone guardian.

Although the actual temperature in this room isn't quite freezing, the chill in the air is much more dangerous to the souls of living creatures within.

Each round a creature remains within this chamber, he suffers 2d6+6 points of damage from the negative energy that suffuses the place. Undead creatures in the chamber instead heal 2d6+6 points of damage each round. Characters who are bonded with a fragment of Balakarde's soul are protected from this damage, as are characters with *death ward* in effect.

Contact with the infested stone of the ziggurat itself is dangerous. A character that touches it must make a DC 30 Fortitude save each round or become infested as if he attempted to pass through one of the tabernacle walls.

Creatures: Dragotha has had numerous lairs throughout the centuries, yet currently this chamber is his only home. The undead dragon is sensitive to the prophecies foretelling the Age of Worms, and when these prophecies began to be fulfilled, he knew that the time was near. He relocated his treasure to this chamber and set about preparing the cult for the new age. In so doing, he displaced the previous caretaker, the vampiric silver dragon Lashonna. The seeds of her betrayal had long since been planted in her cold heart, but this act was what finally caused them to bloom.

In any event, Dragotha waits for the party's arrival, perched atop the ziggurat and ready to give them one final chance at life. As the PCs arrive, the dracolich greets them with a roar. Not much for talking, he mocks their entrance by calling them lapdogs of the very evil they seek to stop. He knows they come here on Lashonna's suggestion, and he hopes that by revealing her true nature and position in the cult they'll realize that they've been played and seek out the silver dragon for revenge. A simple tactic, but one that could well work; if the PCs leave Dragotha alive, they'll find their task in "Dawn of a New Age" may well be impossible.

Aside from immediately leaving the tabernacle, there is little the PCs can do to prevent the dracolich from attacking them. The one thing that would give him pause is the sight of his phylactery. If the PCs did not destroy it, they can use the phylactery as a bargaining chip with the dracolich. Dragotha promises whatever it takes to get his claws on his phylactery, but he certainly has no intentions of keeping his promise. The best the PCs can hope for is his aid in "Dawn of a New Age," which can be secured by making a DC 50 Diplomacy check, provided the PC promises to return Dragotha's phylactery immediately upon Lashonna's death. The dracolich cannot and will not agree to aid the PCs against Kyuss himself, but he can be talked into slaying Lashonna for them. Of course, his actual plans are to destroy the PCs once they hand over his phylactery, but if the PCs time it right, an attack against Dragotha after his resources have been depleted in a battle with Lashonna might just give them the advantage they need to survive.

If the PCs give Dragotha back his phylactery, he immediately teleports away with it to secure it in a hidden location, abandoning his other treasures (for now). Once his phylactery is safe, he returns to this location to begin the process of tracking the PCs down, destroying Lashonna, and ushering Kyuss into the Age of Worms.

Dragotha may be accompanied by allies like Venk or Mahuudril as well; in this case, these allies wait on the northern ledge to provide aid in the combat to come.

DRAGOTHA **CR 27**

Male wyrm red dragon dracolich
NE Gargantuan undead (fire)
Monster Manual 75, *Draconomicon* 148

Init +6; **Senses** blindsense 60 ft., darkvision 120 ft., *detect thoughts* (DC 28), low-light vision; Listen +48, Spot +48

Aura frightful presence (330 ft., Will DC 44)

Languages Abyssal, Common, Draconic, Dwarven, Elven, Halfling, Giant, Gnome, Goblin, Ignan, Infernal, Orc, Undercommon

AC 58, touch 12, flat-footed 56; 1d4+5 (max 8) *mirror images*

hp 832 (37 HD); **DR** 20/magic and 5/bludgeoning

Immune cold, electricity, fire, paralysis, polymorph, sleep; undead traits

Resist acid 30, sonic 30; **SR** 33

Fort +18, **Ref** +20, **Will** +26

Spd 40 ft., fly 200 ft. (clumsy)

Melee* bite +35 (6d6+52 plus 1d6 cold plus paralysis) and
2 claws +33 (2d8+42 plus 1d6 cold plus paralysis) and
2 wings +33 (2d6+42 plus 1d6 cold plus paralysis) and
tail slap +33 (2d8+61 plus 1d6 cold plus *paralysis*)

Space 20 ft.; **Reach** 15 ft. (20 ft. with bite)

Base Atk +37; **Grp** +68

Atk Options Arcane Strike, Flyby Attack, Power Attack

Special Atk breath weapons, paralyzing gaze, tail sweep (2d6+36, Reflex DC 44 half)

Spells Known (CL 17th, +52 touch, +35 ranged touch)
8th (3/day)—*create greater undead, horrid wilting* (DC 36)
7th (7/day)—*destruction* (DC 35), *forcecage, greater teleport*
6th (9/day)—*geas/quest* (DC 32), *greater dispel magic, harm* (DC 34)
5th (9/day)—*dominate person* (DC 31), *telekinesis* (DC 31), *wall of force, waves of fatigue*
4th (10/day)—*charm monster* (DC 30), *dimension door, ice storm, sending*
3rd (10/day)—*animate dead, haste, inflict serious wounds* (DC 31), *ray of exhaustion* (DC 31)
2nd (10/day)—*blindness/deafness* (DC 30), *death knell* (DC 30), *detect thoughts* (DC 28), *mirror image, resist energy*
1st (10/day)—*divine favor, inflict light wounds* (DC 29), *magic missile, unseen servant, shield of faith*
0 (6/day)—*arcane mark, detect magic, guidance, mage hand, mending, message,* open/close, *prestidigitation, read magic*

Spell-Like Abilities (CL17th)
11/day—*locate object*
3/day—*suggestion* (DC 29)
1/day—*find the path*
1/3 days—*control undead*
*25-point Power Attack

Abilities Str 49*, Dex 15*, Con —, Int 26, Wis 24, Cha 43*

SQ permanent spells, persistent spells

Feats Clinging Breath, Flyby Attack, Greater Spell Focus (necromancy), Hover, Improved Initiative, Improved Natural Attack (bite), Maximize Spell, Multiattack, Persistent Spell, Power Attack, Quicken Breath, Recover Breath, Spell Focus (necromancy)

Skills Appraise +48, Bluff +56, Concentration +40, Diplomacy +60, Intimidate +58, Knowledge (arcana) +48, Knowledge

Dragotha's Feats

Dragotha possesses three feats from the *Draconomicon*. (Note that while these feats require a minimum Constitution score to qualify for, Dragotha gained the feats when he was a living dragon, and as such can continue to use them as a dracolich, using his Charisma score in place of his Constitution score.) The game effects of these feats are summarized below.

Clinging Breath: When Dragotha uses this feat, his breath weapon clings to the victim for 1 round. In the round after he breathes, the victims who took damage from the initial use of the breath weapon suffer damage equal to half what the breath weapon dealt originally. A victim can take a full-round action to attempt to remove a clinging breath by making a DC 44 Reflex saving throw. Rolling around on the ground grants a +2 bonus on the saving throw but leaves the character prone. When Dragotha uses this feat, he must wait 1 additional round before using his breath weapon again.

Quicken Breath: When Dragotha uses this feat, his breath weapon is a free action to use, but he must wait 4 additional rounds before using his breath weapon again.

Recover Breath: The interval between uses of a dragon's breath weapon is reduced by 1, to a minimum of 1 round.

(geography) +48, Knowledge (history) +48, Knowledge (religion) +48, Listen +47, Search +48, Sense Motive +48, Spot +48, Use Magic Device +56

Possessions *ring of Charisma +6* (as *cloak of Charisma +6*), *ring of spell turning*, *amulet of mighty fists +5*, *bracers of armor +8*, two doses of ruby dust (worth 1,500 gp each) for *forcecage* spells

*Dragotha has a +5 inherent bonus to his Strength, Dexterity, and Charisma scores

Breath Weapons (Su) Dragotha has two breath weapons. The first is a 60-foot-long cone that deals 22d10 fire damage (Reflex DC 44 half). The second is the death wind, a 60-foot cone of wind and negative energy that functions as a tornado-force wind. All creatures in the area must make a DC 30 Fortitude save. Large or smaller creatures are blown away while Huge creatures are knocked down (larger creatures are unaffected by the short blast of wind). Flying creatures are treated as one size category smaller than their actual size. Creatures on the ground who are blown away are knocked prone and roll back 1d4×10 feet, taking 1d4 points of nonlethal damage per 10 feet. Flying creatures who are blown away are blown back 2d6×10 feet and take 2d6 points of nonlethal damage. Worse, all creatures in the area of Dragotha's death wind (regardless of how the wind itself affected them) take 22d10 points of negative energy damage; this damage heals undead in the area. A creature slain by this damage has his corporeal body blasted apart by the wind and is effectively disintegrated and a wraith (or a dread wraith, if the slain creature had 16 or more Hit Dice) loyal to Dragotha appears in his place. Dragotha may use his fire breath weapon at will, but may only use his death wind once per day. In any event, he must wait 1d4 rounds between uses of his breath weapon. The save DC is Charisma-based.

Paralyzing Gaze (Su) Dragotha's gaze can paralyze victims within 40 feet who fail a DC 44 Fortitude save. If the saving throw is successful, the victim is forever immune to his gaze. If it fails, the victim is paralyzed for 2d6 rounds. The save DC is Charisma-based.

Paralysis (Su) Any creature struck by one of Dragotha's physical attacks must make a DC 44 Fortitude save or be paralyzed for 2d6 rounds. The save DC is Charisma-based.

Permanent Spells Dragotha has *arcane sight* and *see invisibility* as permanent spell effects. He also shares a permanent *Rary's telepathic bond* with Venk.

Persistent Spells Dragotha casts *divine favor*, *shield of faith*, *detect thoughts*, *mirror image*, *resist energy* (acid), and *resist energy* (sonic) every day as persistent spells. This effectively reduces the total number of 7th-level spells he can cast each day by 2 and his 8th-level spells by 4, and the effects of these spells are constant (and have been included, as appropriate, in his statistics above).

Unholy Toughness (Ex) Dragotha gains a bonus to his hit points equal to his Charisma modifier × his Hit Dice.

Tactics: Dragotha is the second-most powerful foe the PCs will face in this campaign—only Kyuss himself is more deadly. Smart PCs bring help; they may have been able to recruit the aid of Zulshyn earlier in the adventure. They might call upon potent outsiders with the aid of *greater planar ally* or *gate* spells. Yet their greatest assets in this fight are the three fragments of Balakarde's soul. Without them, the Age of Worms adventure path may well end for the PCs in this room.

Most of Dragotha's defensive spells have already been cast as persistent spells. His arrogance is great enough that he won't bother to cast his shorter-duration defensive spells until they become needed.

Although he's powerful, Dragotha's a fairly straightforward creature in battle. He either uses spells or breath weapons against foes at range, or makes full melee attacks against those who dare to get within his reach. The confines of this chamber (and the confines of his ego) limit his tactical movement, although by staying atop the ziggurat he forces walking enemies to brave contact with the worm-infested stones.

Dragotha's first act in combat is to blast as many of the PCs as possible with his death wind breath weapon, enhancing it with clinging breath. He remains perched on the ziggurat in the following rounds, using *horrid wilting*, *destruction*, and *forcecage* on his foes. Whenever he's brought below 600 hit points he casts *harm* on himself to heal 150 points of damage (although he saves his last *harm* for an emergency). He tries to wall off ranged attackers and spellcasters with *walls of force*. Only when the dracolich is brought below 100 hit points does his nerve falter. In this case, he attempts to *plane shift* to safety to rest, recover, and then return to attack the PCs at some point in the near future.

Treasure: Dragotha's hoard of treasure is impressive, as befits a dragon that has existed for over 2,500 years. This is the single largest horde of treasure the PCs are likely to find in the Age of Worms

campaign; the sheer size should make its discovery one of the campaign's highlights. The size of the hoard is also well beyond the recommended amount of treasure for a 19th or 20th-level adventure—this is intentional. The PCs won't really have time to use or enjoy much treasure they gain from the next adventure before the campaign is over, so in many ways, Dragotha's hoard represents the final reward for a job well done. The magic items should also give the PCs a valuable edge against what still waits for them in the near future. If you intend to carry on the campaign beyond "Dawn of a New Age," you should consider reducing the amount of treasure here to be more in line with what might normally be expected.

Or perhaps not.

In any event, Dragotha's hoard consists of the following, split among chests, urns, coffers, crates, and loose mounds of coins.

- 2,500,000 cp
- 360,000 sp
- 48,000 gp
- 2,500 pp
- Dozens of gemstones collected in goblets, silk pouches, coffers, swaths of velvet, and other containers worth a total value of 48,000 gp. This includes a single star sapphire the size of a fist worth 12,000 gp.
- Miscellaneous items of jewelry (rings, earrings, necklaces, armbands, bracelets, anklets, and bejeweled clothing) worth a total of 62,000 gp.
- 50 masterwork weapons of various types, worth 15,500 gp.
- 20 masterwork suits of armor of various types worth 8,500 gp.
- A large drinking horn emblazoned with runes and carvings of dead dragons. While this object looks worthless, a DC 30 Knowledge (history) check correctly identifies it as the drinking horn of King Becksor of the Red Glacier, said to be one of the sons of the barbarian god Vatun. While not magical, the drinking horn is worth 4,000 gp to a museum or collector who knows of its worth, and is priceless to the Frost Barbarian tribes of the north.
- A darkwood violin with silver strings and inlays of platinum and pearl that bears the personal rune of the infamous bard Tvash-Prull. This masterwork violin is worth 6,500 gp.
- The petrified skull of an ancient reptile. The skull weighs 200 pounds, but carved into the side are runes in Druidic that detail several unique spells. You should take this opportunity to introduce 2–3 new druid spells into your campaign. Alternately this runeskull could contain the spells *dinosaur stampede*, *essence of the raptor*, and *hungry gizzard* (all detailed in the *Spell Compendium*). The runeskull is worth 3,000 gp.
- A set of seven paintings depicting seven deities (pick some worshiped by your players), done in a masterful hand. Each portrays a deity in a grueling scene of torture and dismemberment. They are unsigned, and each is worth 5,000 gp for its style to someone of a morbid bent, but their subjects quickly throw most churches into a frenzy. They call for the paintings' destruction, and may ask the PCs to perform this task for them.
- A tattered book written in Auran and titled *Winter's Path—Volume V*. A DC 20 Knowledge (religion) check is enough to recognize the title as part of a series of books about the virtues of monastic life written 500 years ago by an anonymous monk. Common knowledge holds that there are only three books in this series; lengthy investigation proves this volume's veracity. It's worth 6,000 gp, and anyone who's willing to pay that might also want to pay a similar amount if the implied "Volume IV" could be discovered. The book itself is nonmagical, but the philosophies it contains could have interesting repercussions on some of your campaign world's monastic orders, especially in how laughter and physical love are expressed as virtues.
- A scandalous dress of scarlet silk emblazoned with gold and silver thread woven into patterns of the symbol of Wee Jas. This exotic and masterfully made courtier's outfit is worth 3,500 gp.
- A triangular shard of crimson metal the size of a halfling's hand. The shard radiates strong conjuration (teleportation) magic, and acts as a portal key when placed in the correct recess of the eight-pointed star symbol upon the floor of area 1 of Maure Castle (DUNGEON #112). The resulting portal leads to a dangerous demiplane called the Pinnacle Peaks.
- No fewer than 15 different wizard's spellbooks, each filled with spells. You can use these spellbooks to introduce new spells into your campaign.
- A cleverly constructed clockwork songbird crafted of mithral and redwood. The songbird can grip a perch and hop around (but can't actually fly) and plays two dozen different songs, from soothing lullabies to raucous shanties. It's worth 4,000 gp.
- a *+5 ghost touch chain shirt*
- an adamantine *+3 fire resistance breastplate*
- a *+2 heavy fortification light wooden shield*
- an adamantine *+2 aberration bane vorpal greataxe*
- a *+3 disruption spell storing morningstar*
- an *oathbow*
- a *rapier of puncturing*
- a *sun blade*
- a *ring of air elemental command*
- a *ring of wizardry (IV)*
- a *greater metamagic rod of maximize*
- a *staff of the woodlands* (34 charges)
- *bracers of armor +6*
- a *folding boat*
- a *tome of understanding +1*
- a *robe of scintillating colors*
- a *Daern's instant fortress*
- a *greater strand of prayer beads*
- an *apparatus of Kwalish*
- a *philosopher's stone*
- a *staff of the magi*
- a wooden coffer containing three matching *talismans of Zagy*

Development: This adventure doesn't truly end until the PCs slay Dragotha. If the dracolich escapes, the PCs should do their best to track him down and finish the job as quickly as possible. Balakarde's spirits go dormant if Dragotha escapes, returning to power only once the battle begins again. If the PCs wait too long, they'll end up having to confront Dragotha and Kyuss at the same time.

CONCLUDING THE ADVENTURE

With the final blow against Dragotha, the ancient dracolich roars in disbelief and rage. His body shudders, thrashes, and then clatters to the ground in a rain of ancient bones. When they strike the floor, they explode into clouds of crypt dust. The ominous shape of a ghostly dragon lingers for a moment in these clouds, but then fades and is gone.

Dragotha's destruction brings a sudden burst of energy and light from those PCs harboring fragments of Balakarde's soul. Once again, the ghost materializes before the PCs, but this time he lingers only long enough to thank them and warn them that the true battle remains ahead. They must find where Kyuss' monolith has been taken—it's likely that the PCs suspect Lashonna, but even if they don't, the location of the monolith soon becomes clear enough. Before he leaves, Balakarde tells the PCs that he's leaving a fragment of his soul behind for each of them, partially in thanks for their service to him, but mostly as a final gift for them to use against the Wormgod. This fragment wafts down to each PC in the form of a spinning gold coin on which Balakarde's face can be seen. A PC that catches the coin before it hits the ground (no attack roll necessary) feels a surge of hope as the coin vanishes. The coin dissolves in the PC's hand. As it does, it grants a +2 inherent bonus to any one of the PC's ability scores, chosen by him. Balakarde's spirit fades from view, but before he moves on to the afterlife, he pays a brief visit to his old friend Manzorian to let him know what the PCs have done.

It won't be long before Manzorian contacts the PCs in a state of shock and giddy amazement—emotions that fade quickly enough, as he has grim news indeed.

For while the PCs were confronting Dragotha, the Age of Worms began.

APPENDIX: NEW MONSTERS

Earthcancer Centipede

A thirty-five-foot-long pale green and white centipede scuttles sinuously over the barren earth. Its dark green eyes peer above a nest of several long antennae writhing on its face. Tiny green worms drip from its mouth and cracks in its chitinous armor, and at places where it stands or touches the rock walls, the earth turns gray and boils into nasty, tumor-like growths of pale fungus.

Earthcancer Centipede **CR 13**

Always NE Gargantuan undead

Init +8; **Senses** darkvision 60 ft., tremorsense 120 ft.; Listen +27, Spot +0

Aura earthcancer (60 ft.)

AC 30, touch 15, flat-footed 26 (–4 Size, +4 Dex, +15 natural, +5 haste); Dodge, Mobility

hp 156 (24 HD); fast healing 10; **DR** 15/silver

Immune undead traits

Fort +10, **Ref** +14, **Will** +16

Spd 60 ft.; burrow 60 ft.

Melee 2 bites +17 (4d6+13/19–20 plus poison)

Space 20 ft.; **Reach** 15 ft.

Base Atk +12; **Grp** +33

Atk Options Combat Reflexes, Spring Attack

Abilities Str 28, Dex 18, Con —, Int 2, Wis 10, Cha 14

SQ alacrity, obey the wormtouched

Feats Combat Reflexes, Dodge, Great Fortitude, Improved Critical (bite), Improved Initiative, Iron Will, Lightning Reflexes, Mobility, Spring Attack

Skills Listen +27

Environment Wormcrawl Fissure

Organization solitary, pair, or brood (3–12)

Treasure none

Advancement 25–32 HD (Gargantuan), 33–72 HD (Colossal)

Alacrity (Su) An earthcancer centipede moves and attacks with supernatural swiftness. It has a +5 haste bonus to its Armor Class, and a +30 ft. enhancement bonus to its land speed and burrow speed. It may make two bite attacks as a standard action.

Earthcancer Aura (Su) The earthcancer centipede is surrounded by an aura of supernatural energy that invades and corrupts nearby earth and stone. Leprous growths of rancid fungi and aberrant rock formations writhe out of any stony or earthen surface within 60 feet of an earthcancer centipede. This condition does not alter the structural integrity of the surrounding stone, and thus does not damage structures. It does count as difficult terrain to move through. Additionally, contact with the tainted earth and stone nauseates living creatures. Any creature who touches this tainted earth or stone (including those who walk upon it) must make a DC 24 Fortitude save each round to avoid becoming nauseated for that round. Creatures with the earth subtype within 60 feet of an earthcancer centipede must also make a DC 24 Fortitude save each round to avoid taking 1d6 points of Constitution damage. The save DC is Charisma-based.

Poison (Ex) Injury, Fortitude DC 24, initial and secondary damage 3d6 Dexterity drain. The save DC is Charisma-based.

Obey the Wormtouched (Ex) Although it is nearly mindless, an earthcancer centipede unerringly follows simple commands given by other undead servants of Kyuss.

Earthcancer centipedes are the result of Kyuss' attempt to generate undead useful in sieges. An earthcancer centipede is thirty-five feet long and weighs 18 tons.

In combat, an earthcancer centipede uses its supernatural strength to great effect, scuttling and burrowing into the midst of its enemies and biting with horrifying rapidity. They have an instinctive swarming technique that often sets them up for flanking attacks against creatures they surround, although they just as often spread out their attacks on any targets within reach.

Mindkiller Scorpion

This hideous scorpion is a nasty, black, twenty-foot-long menace. Its chitinous armor is a tangle of cruel hooked spikes and cracks that leaks ichor. It has three scorpion tails instead of one, and the tips of each tail sport several long, green crystalline stingers and plates, looking like some sort of dangerous fanged flower.

Mindkiller Scorpion **CR 18**

Always NE Huge undead

Init +4; **Senses** darkvision 60 ft., tremorsense 120 ft.; Listen +1, Spot +40

Aura mindkilling (30 feet, DC 30 negates)

AC 40, touch 8, flat-footed 40 (–2 size, +32 natural)

hp 208 (32 HD); fast healing 10; **DR** 15/good and silver

Immune undead traits

Fort +12, **Ref** +12, **Will** +21

Spd 40 ft., climb 40 ft.
Melee* 2 claws +28 (3d6+24/19–20) and 3 stings +26 (1d10+9/19–20 plus poison)
Space 15 ft.; **Reach** 15 ft.
Base Atk +16; **Grp** +43
Atk Options Cleave, Great Cleave, Power Attack; improved grab (claw), constrict 3d6+19
*5-point Power Attack

Abilities Str 48, Dex 10, Con —, Int 2, Wis 12, Cha 18
SQ obey the wormtouched
Feats Ability Focus (poison), Cleave, Great Cleave, Great Fortitude, Improved Initiative, Improved Critical (claw, sting), Iron Will, Lightning Reflexes, Multiattack, Power Attack
Skills Climb +31, Hide –4, Spot +40

Environment Wormcrawl Fissure
Organization solitary, pair, or brood (3–6)
Treasure none
Advancement 33–36 HD (Huge), 37–60 HD (Gargantuan), 61–96 HD (Colossal)

Constrict (Ex) A mindkiller scorpion deals automatic claw damage on a successful grapple check.
Improved Grab (Ex) To use this ability, the mindkiller scorpion must hit with a claw attack.
Mindkilling Aura (Su) The mindkiller scorpion radiates an aura of madness and insanity that invades and ruins the minds of living creatures within 30 feet. Any such creature must make a DC 30 Will save each round it remains within this aura. Failure indicates the creature suffers 1d6 points of Intelligence, Wisdom, and Charisma drain. This is a mind-affecting effect.
Obey the Wormtouched (Ex) Although it is nearly mindless, a mindkiller scorpion unerringly follows simple commands given by other undead servants of Kyuss.
Poison (Su) Injury, Fortitude DC 32, initial damage *confusion* for 1 minute, secondary damage 3d6 Intelligence drain. The save DC is Charisma-based, and includes a +2 bonus from Ability Focus.
Skills A mindkiller scorpion has a +4 racial bonus on Climb, Hide, and Spot checks.

In combat, the mindkiller seems to have a strange and unsettling knack for seeking out and focusing its attacks on the most intelligent living foe in the area. This is due to a rudimentary ability for the scorpion to "smell" intelligence—this ability isn't enough to grant it any actual game benefits, but does allow the relatively unintelligent undead to focus its wrath upon the smarter foes in its reach.

Thessalhydra

A four-legged, pincer-tailed, thirty-five-foot-long monster lumbers into view with a rumbling, bone-shaking roar. The beast is red with a darker orange underbelly, and looks vaguely draconic in shape save that in place of a head it has an enormous central maw surrounded by a ring of eight snake-like heads.

THESSALHYDRA **CR 15**
Always N Huge aberration
Init +4; **Senses** all-around vision, darkvision 60 ft.; Listen +4, Spot +29
Languages Draconic

AC 32, touch 8, flat-footed 32 (–2 size, +24 natural)
hp 225 (18 HD); fast healing 10
Immune acid, poison
Fort +14, **Ref** +6, **Will** +15

Spd 30 ft.
Melee bite +24 (4d6+13/19–20 plus 4d6 acid) and 8 bites +22 (1d6+6/19–20 plus poison) and tail pincer +22 (2d6+6/19–20)
Space 15 ft.; **Reach** 15 ft.

Base Atk +13; **Grp** +34
Atk Options improved grab (bite, tail pincer)
Special Atk breath weapon, swallow whole

Abilities Str 36, Dex 10, Con 27, Int 5, Wis 14, Cha 11
Feats Ability Focus (breath weapon), Alertness, Improved Critical (bite, tail pincer), Improved Initiative, Iron Will, Multiattack
Skills Listen +4, Search +1, Spot +29

Environment any swamp
Organization solitary, pair, or nest (3–6)
Treasure none
Advancement 19–26 HD (Huge), 27–46 HD (Gargantuan), 47–58 HD (Colossal)

Acid (Ex) A thessalhydra's primary bite attack drips with potent acid. A character bitten by a thessalhydra must make a DC 27 Reflex saving throw, or the damage caused by the acid also applies to any armor or robes worn. The save DC is Constitution-based.

All-Around Vision (Ex) A thessalhydra's multiple snake heads constantly peer in every direction. This grants the monster a +4 racial bonus on Search and Spot checks. A thessalhyrda can't be flanked.

Breath Weapon (Su) Once every 1d4+1 rounds, a thessalhydra may spit a glob of acid. This glob has a range of 30 feet, and affects all targets in a 10-foot-radius spread. Creatures in this area take 12d6 points of acid damage, or half if they make a DC 29 Reflex save. If a character fails the save, 1d4 of his items (determine which items are affected using table 10–1 on page 177 of the *Player's Handbook*) suffer this damage as well, although the PC may attempt a new DC 29 Reflex save for each item affected to halve the damage done. The save DC is Constitution-based, and includes a +2 bonus for Ability Focus.

Improved Grab (Ex) To use this ability, the thessalhydra must hit with its primary bite attack or its tail pincer attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity. If it wins the grapple check, it establishes a hold and can try to swallow the opponent in the following round.

Poison (Ex) Injury, Fortitude DC 27, initial and secondary damage 1d6 Strength damage. The save DC is Constitution-based.

Swallow Whole (Ex) A thessalhydra can try to swallow a grabbed opponent of Large or smaller size by making a successful grapple check. Once inside, the opponent takes 2d6+13 points of bludgeoning damage plus 15 points of acid damage per round from the thessalhydra's gizzard. A swallowed creature can cut its way out by using a light slashing or piercing weapon to deal 25 points of damage to the gizzard (AC 22). Once the creature exits, muscular action closes the hole; another swallowed creature must cut its own way out. A Huge thessalhydra's interior can hold 1 Large, 2 Medium, 8 Small, 32 Tiny, or 128 Diminutive or smaller opponents.

Thessalhydras are monstrous creations of the wizard Thessalar, who corrupted a collection of hydra eggs long ago with a magical concoction of rampant flesh he calls "protolife." Since then, Thessalar's tried to corrupt the young of countless monsters with the stuff, but for some reason that continues to elude even his vast intellect, protolife works best on hydras. Certain other creatures take to the stuff, becoming thessalmeras and thessalcores (chimera hybrids and manticore hybrids), but unlike thessalhydras, these variants are sterile and have short lifespans. Most other monsters simply age to death in the span of hours if born of protolife.

The first thessalhydras were created centuries ago, and today they can be found dwelling in swamps and underground regions throughout multiple Material Plane worlds. In combat, a thessalhydra is brutal and unimaginative, generally opening with a breath weapon and then charging into the densest clot of enemies to make full attack actions.

Scaling the Adventure

"Into the Wormcrawl Fissure" is designed for a party of four 19th-level characters, but with a little work it can be adapted for use by 17th–18th level characters or by 20th level characters. Simply adjust all NPC characters levels up or down as appropriate by a number equal to that which the average party level of your group deviates from 19. Don't forget to modify the amount of treasure found in the adventure appropriately (of course, Dragotha's horde should remain a special case). Specific changes to the adventure include:

17th–18th-level characters: Remove one of the Kyuss chimeras from Kyuss' maw. Remove one of the mindkiller scorpions from the Apostle Caves. Reduce the save DCs for the effects in the Tabernacle of Worms by 1 or 2. Replace the wormdrake with a favored spawn of Kyuss mature adult blue dragon. Remove one of the nightcrawlers from the Worm's Path. Make Dragotha an ancient red dracolich.

20th-level characters: Add 2 Kyuss chimeras to Kyuss' maw. Advance Zulshyn's apocalypse golems by 4 Hit Dice. Advance all thessalhydras by 3 Hit Dice. Increase the save DCs for the effects in the Tabernacle of Worms by 1. Advance the wormdrake by 2 Hit Dice, and the nightcrawlers by 4 Hit Dice. Dragotha's probably still tough enough, but if you're feeling particularly mean, go ahead and advance him up to a great wyrm.

Wormdrake

This forty-foot-long green wormlike behemoth has four large draconic wings. Its eyeless head looks almost draconic, with a ring of six horns that protrude back in a circular array around its neck. It has no arms or legs, but its wings sport large claws on the tops and tips of each joint. Its tail tapers down into a hook-studded member that ends in a set of large spikes

Wormdrake **CR 20**
Always NE Gargantuan Dragon
Init +7; **Senses** blindsight 60 ft., darkvision 120 ft.; Listen +34, Spot +34
Aura frightful presence (120 feet, Will DC 29 negates)
Languages Abyssal, Common, Draconic, Giant, Infernal

AC 39, touch 9, flat-footed 41 (–4 size, +3 Dex, +30 natural)
hp 377 (26 HD); regeneration 10; **DR** 15/magic
Immune cold, acid
Resist electricity 20, fire 20; **SR** 34
Fort +23, **Ref** +18, **Will** +20

Spd 20 ft., fly 120 ft. (average)
Melee* bite +31 (4d6+19/19–20) and 2 wings +29 (2d6+17) and tail sweep +29 (2d8+31)
Space 20 ft.; **Reach** 15 ft. (20 ft. with bite)
Base Atk +30; **Grp** +52
Atk Options Cleave, Flyby Attack, Hover, Improved Sunder, Power Attack, Wingover

Special Atk breath weapon, *summon worms*
Spell-Like Abilities (CL 20th, +36 touch +25 ranged touch)
At will—*greater dispel magic, inflict serious wounds* (DC 19), *true seeing*
3/day—*greater teleport, harm* (DC 22), quickened *hold monster*
1/day—*control undead, energy drain, gate*
*5-point Power Attack

Abilities Str 38, Dex 16, Con 27, Int 22, Wis 20, Cha 22
Feats Cleave, Flyby Attack, Hover, Improved Critical (bite), Improved Initiative, Improved Sunder, Power Attack, Quicken Spell-Like Ability (*hold monster*), Wingover
Skills Bluff +35, Concentration +37, Intimidate +37, Knowledge (arcana) +35, Knowledge (dungeoneering) +35, Knowledge (religion) +35, Knowledge (the planes) +35, Listen +34, Search +35, Sense Motive +34, Spellcraft +37, Spot +34

Environment Wormcrawl Fissure
Organization solitary
Treasure triple standard
Advancement 27–40 HD (Gargantuan), 41–78 HD (Colossal)

Breath Weapon (Su) A wormdrake has two breath weapons. The first is a 60-foot cone of supernaturally cold acid. The breath weapon inflicts 12d10 cold and 12d10 acid damage, or half on a successful DC 31 Reflex save. It may use this breath weapon once every 1d4 rounds.

The second breath weapon is a 120-foot line of writhing Kyuss worms. All creatures in this area suffer 12d6 points of damage from hundreds of slavering bites and must make a DC 31 Reflex save to avoid becoming infested. An infested character takes 1d6 points of Intelligence damage per round until he is cured by *remove disease* or *heal*, or until he reaches an Intelligence of 0, at which point he dies and rises as a free-willed favored spawn of Kyuss (or a zombie if you don't have access to this template). A wormdrake may use this breath weapon only once per day; using this breath weapon does not count as a use of a breath weapon for its freezing acid breath weapon—a wormdrake may use these two breath weapons back to back in successive rounds if it wishes.

The save DC for both breath weapons is Constitution-based.

Frightful Presence (Su) When a wormdrake attacks, it exudes an aura of fear to a radius of 120 feet. All creatures in this area must make a DC 28 Will save to avoid the effects of this fear. Creatures with 12 Hit Dice or less are paralyzed with fear for 1d4 rounds, while those with more Hit Dice are panicked for 1d4 rounds. Creatures who make the save are shaken for 1d4 rounds. A creature can be affected by a wormdrake's frightful presence only once per encounter.
Regeneration (Ex) Wormdrakes take lethal damage from silver weapons and fire.
***Summon Worms* (Sp)** Once per day, a wormdrake may summon 1d4 purple worms and frost worms (in any combination). Summoned worms obey the wormdrake's telepathic commands, and persist for 1 hour before vanishing.

Dragotha may not be able to claim as many creations as his own invention as can his master Kyuss, but the most powerful of his unholy inventions is truly a masterpiece of the vile. The tremendous wormdrakes are a fusion of dragon and overworm, combining the worst and most ferocious features of both into one monstrous chimerical menace. Quite intelligent on their own, Dragotha has released the majority of his wormdrakes into the world at large to spread chaos and ruin in the Wormgod's name, but retains at least one nearby as a guardian.

In combat, a wormdrake generally opens with its worm breath weapon, following on the next round with its freezing acid. On the third round it summons worms to attack the survivors. If it can maintain range, it then uses its spell-like abilities against the enemy. It generally uses its formidable physical attacks against single foes or when forced to defend itself from highly mobile foes.

James Jacobs apologizes in advance to all the PCs destined to be killed by Dragotha. They probably did something to deserve it, though. James also promises that only one of the characters in this adventure is named after one of his own D&D characters. "Into the Wormcrawl Fissure" is dedicated to Michael MacDonald, the original creator of the son of Kyuss way back in the 1st Edition Fiend Folio, *without whom the Age of Worms wouldn't exist.*

Mt.Zogon

HELP ME! YOU MUST HELP ME! I ESCAPED 10 DAYS AGO FROM THE PLEASURE PRISON!!
WHAT'S "THE PLEASURE PRISON"?
A PRISON HERE IN MOUNT ZOGON! ALL THE GUARDS ARE FEMALE DARK ELVES, AND THEY WALK AROUND NAKED TO TORMENT YOU!
!
ONCE PER WEEK THEY TAKE YOU OUT OF YOUR CELL AND TIE YOU TO AN ALTAR AND DO DISGUSTING, UNMENTIONABLE THINGS TO YOU!
Oh my!
HOW CAN I HELP?
I CAN'T FIND MY WAY BACK!
BY TONY MOSELEY
ZOGONIA.COM

THE ONE-SHOT SESSION

SPECIAL SESSIONS (PART 3)

BY MONTE COOK
BY KYLE HUNTER

Up until now in *Dungeoncraft*, I've focused on starting up and running a campaign. I've written about story arcs and pacing, and about developing NPCs over time. Sometimes, however, RPGs are played as one-shot sessions. Rather than being a whole campaign, the entirety of the game consists of a single session.

THE USES OF THE ONE-SHOT

One of the most common uses of the one-shot session is a game run at a convention. Such games are typically about four hours long (which is really

to say about three and a half hours, since you need time to get settled, pass out characters, and so forth). These one-shots face their own challenges, as they involve getting together a very disparate group of players, some of whom might not even be familiar with the game.

Another use for the one-shot is the diversion. The players all want a short break from the regular campaign and want to do something different, if just for one session. If you're running an epic fantasy campaign, maybe the players want to play superheroes or modern day investigators, just for a change. A one-shot can give the guy who always plays dwarf fighters a chance to play a wizard, and the guy who's always the cleric can finally try out that idea he had for a rogue. Or maybe everyone's a bit tired of always wanting to be the heroic good guys and want to give villainy a try.

Some DMs run one-shots when a group of players who normally don't play together, or don't get the chance to play together often, finally gets together. Reunions of old gaming groups are a great time to have a one-shot adventure.

Try to have a one-shot ready to go and tucked away in a drawer, so to speak. Why? Because you never know when you might have a group of willing or even eager players who want to play but can't because no one has anything prepared. Published adventure modules can be good for this, but keep in mind that most such adventures—even very short ones—are not one-shot adventures unless you're playing a one-shot marathon game (as discussed last issue).

Lastly, a one-shot is useful in trying out a new game, or giving a player who doesn't usually run games a chance to sit in the DM chair, at least for a night.

PREPPING AND RUNNING THE ONE-SHOT

A one-shot session is very different than a single session of an ongoing campaign. First and foremost, you've got to design an adventure that can be played in whatever time you have at hand (often, you'll want to make a one-shot a longer-than-normal session). You want the story to have a beginning, a middle, and an end, even if that story is as simple as "the characters go into the tomb, loot the tomb (dealing with the traps and monsters), and leave the tomb." The number one mistake made by DMs running a one-shot is designing too much to be played in the time allowed.

In a typical D&D game, if you've got four hours, you can probably have six significant encounters. That might not sound like enough, but remember that in those four hours you've also got to spend some time getting things rolling, making sure everyone's set with their character and so on at the beginning, and wrapping things up at the end. You can also count on the players getting off track at least once and losing time that way. Plus, even if they can deal with the hobgoblin guards quickly, the encounter with the dragon at the end is going to take much, much longer—unless it just kills them all, that is. Lastly, remember how much time can be eaten up by searching after an encounter is over, working out strategies, figuring out puzzles (including "should we go left or right?" and "what do we do with the prisoners?"), and so on. If you want to be really prepared, have eight encounters ready, just in case, but only count on getting through six. Of course, if you've got a longer time period, you can increase the encounters—probably two per additional hour.

(The best way to figure this out is just to pay attention to the clock next time you run your group through any adventure, one-shot or not. You may be surprised to see that it takes them a good 30–45 minutes to enter the room with the manticores, make a quick plan, conduct the fight, heal up afterward, search for treasure, and be ready to move on.)

Second, get to the action right away. You don't want to waste a lot of your limited time with preamble. Plus, while equipping characters and whatnot is fine, the action is the fun part, and you want to hook the players right away. In a dungeon one-shot, don't start in town, start at the entrance to the dungeon, just steps away from the first encounter. In a one-shot involving a murder mystery, start the session with the PCs standing over the dead body. No matter how the adventure begins, get to the meat of the plot immediately.

The setting for the adventure is only important as it relates to the adventure. In a campaign, it's actually the other way around—the adventure must exist within the context of the setting and the campaign itself—but in a one-shot nothing matters but the actual scenario at hand. Don't waste a lot of prep time working out extraneous details, and don't waste any in-game time with them either.

In a similar vein, keep things moving at a steady pace, perhaps even a more rigorous one than you would have in just any session of a long campaign. Remember that the one-shot is the whole thing. There isn't a "next time."

Lastly, make sure that everyone has something to do. Every character should have a moment to shine. If there's a druid, there should be some plants or animals to deal with. If there's a rogue character, there should be some locks or traps, or least someone to sneak attack. And so on. The one-shot is the entirety of the experience, and if a character doesn't get to contribute much, the entire thing is wasted for that player.

TAKING ADVANTAGE OF THE FORM

You can do things in a one-shot game that you can't—or sometimes won't—do in a campaign. For example, you might not want to force one player to run a character that is actually a foe in the midst of the party in a regular campaign. You might not want to set up situations where all the PCs will die, or where one character will surely die, in a campaign. But these are all viable one-shot possibilities.

It's not fun to lose a character in a campaign, especially if the character has lasted a long time and the player has invested a lot of effort and emotion into him or her. The same is not true of a

one-shot. Horror games (or non-horror games with a horrific plot), work well in this aspect. In a game like *Call of Cthulhu*, you might very well expect one or more PCs to go insane or die over the course of an adventure. In a one-shot game, the sting of losing a character is greatly lessened. In fact, sometimes it can actually be made into part of the fun. Players in the spirit of the thing might actually rejoice at their character's demise, particularly if it was a memorable one.

In a non-horror game you can accomplish the same thing by setting up a situation where, preferably at the end of the session, one character must heroically give her life to save the rest (or perhaps to save the village, the land, or even the world). Typically, the player whose character makes this sacrifice doesn't feel bad at the end—on the contrary, he or she is proud of their valiant deed, particularly as the other players congratulate them on their heroism.

The opposite end of the spectrum would be to have one PC be a bad guy from the outset—an enemy agent, a doppelganger, or a spy using *disguise*. At just the right moment, the PC reveals his true colors and betrays the whole group. Even if the evil PC gets slain by the others, this can be fun—once.

The other thing to consider is having the one-shot involve something that an ongoing campaign couldn't. For example, the PCs all play wizardly instructors at a magic school, guards watching over an important artifact, or monks in a remote monastery. In these situations, you can imagine the PCs not being people who have a lot of different adventures—just the one involved in the one-shot.

As you can see, the differences between the campaign adventure and the one-shot can often come from the role that the PCs play—it doesn't always have to be that of the standard adventurer. To make that work, however, the DM should have a large role in character creation, or even do it all on his own.

PREGENERATED CHARACTERS

If you're going to put together a one-shot and put it "in the drawer" in case it's ever needed, you might want to seriously consider creating characters for it as well, to save the time it would take for the players to create them.

Rather than looking upon pregenerated characters as a necessary evil, use them to your advantage. Build the characters specifically so that they fit into the adventure you've prepared in ways that probably wouldn't happen in a regular campaign. You could, for example, create one character to be the heir apparent and the others to be his advisors, friends, and bodyguards, tailored to a specific royal intrigue plot you've designed that directly affects the characters.

Alternatively, you could create a non-standard group, just for fun—a D&D group made up entirely of rogues or clerics, or one consisting solely of dwarves or elves. In an ongoing campaign these characters might be too similar to be fun, but in a one-shot, you can showcase the little differences between the similar group. Another alternate group might consist of all experts or even commoners—ordinary people dragged into extraordinary circumstances.

Lastly, you could generate characters that are very non-standard. Monsters, animals, or intelligent magic items could be PCs. A player might not want to play an intelligent sword, a talking cat, or an umber hulk for a whole campaign, but for one evening, it might be a fun diversion.

THEMED ONE-SHOTS

If the players are all getting together around Christmas, you could design a light-hearted one-shot adventure dealing with toy-making elves. I myself used to like to create special, really evil (and difficult, a la *Tomb of Horrors*) one-shot adventures for Halloween. If one player is getting married, a one-shot could be designed involving a wedding and some intrigue that happens to prevent it (or during it).

But themes don't have to directly relate to the real world. You could just choose a theme such as winter and have a one-shot set in winter, filled with ice and cold monsters (or have the adventure be set in summer, and have the winter be the unnatural result of some evil magic). Some people might enjoy playing such a scenario in the middle of summer, just as escapism. Or the theme could be prison, and the idea could be that the PCs have all been thrown into a prison and have to break out. Or the theme could be rock and stone, wherein the PCs go to the elemental plane of Earth and fight elementals and xorn. That would get dull over the course of a campaign, but for a one-shot, it's about right.

INCORPORATING THE ONE-SHOT

In some cases, you could make the one-shot a peripheral part of your regular campaign. The connection might just be that the one-shot occurs in the same setting as the regular campaign, but there are ways to involve them even more closely, if desired.

In one campaign I ran, for example, I interrupted the flow of things with a one-shot involving completely different characters in an adventure that didn't seem to have anything to do with the regular game. The PCs all died, and we went back to the regular game. Many sessions later, the players began noticing links—mentions of people and places that made their debut in the one-shot. Eventually, they found a magic item that had magically stored all of the one-shot characters' experiences that the regular characters could then share. This allowed the players to make use of their otherwise metagame knowledge regarding stuff that had happened during the one-shot, which—as it turned out—was part of the regular campaign's ancient history. (This "trick" also gets used in the PLANESCAPE adventure *Dead Gods*.)

In most cases, however, this threading together of one-shot and campaign should be secondary to the needs of the one-shot, and keeping the one-shot adventure fun, exciting, and self-contained (or at least with some kind of closure).

Monte Cook is the author of the DUNGEON MASTER'S Guide. *Check out his publishing company, Malhavoc Press, at montecook.com.*

COURTESANS AND CONFIDANTS

BY F. WESLEY SCHNEIDER
BY KYLE HUNTER

Skilled or trained in the arts of conversation, performance, innuendo, and even battle, some companions fetch high prices for far more than mere pleasure. From the disciplined porcelain mistresses of highly appointed geisha houses to spy-assassins as comely and suave as they are deadly, these courtesans are masters of getting what they want, while their marks remain none the wiser.

THE FREELANCER

A young elf, barely eighty years old, Jariss Astor spends his nights wandering from dive bar to high-class club, prowling for the most raucous, decadent revels. An unabashed thrill seeker, he frequently indulges in baccaran (see page 42 of the *Book of Vile Darkness*, mature audiences only) to intensify his experiences. This habit, in tandem with his sprightly form, electric personality, and fondness of the spell of the same name, gained him the nickname "Glitterdust." Jariss has no patience for actual work, and supports his addictions by what he calls "working the docks."

JARISS "GLITTERDUST" ASTOR **CR 5**
Male elf bard 5
CN Medium humanoid
Init +1; **Senses** low-light vision; Listen +2, Spot +3
Languages Common, Elven

AC 11, touch 11, flat-footed 10
hp 20 (5 HD)
Immune sleep
Fort +3, **Ref** +1, **Will** +3 (+2 vs. enchantment)

Spd 30 ft.
Melee +1 *punching dagger* +4 (1d4+1/x3)
Base Atk +3; **Grp** +3
Special Atk bardic music 5/day (countersong, inspire competence, inspire courage +1, *fascinate*)
Combat Gear *dust of illusion*, *potion of blur*
Spells Known (CL 5, +4 ranged touch)
2nd (2/day)—*enthrall* (DC 14), *glitterdust* (DC 14), *sound burst*

1st (4/day)—*charm person* (DC 13), *comprehend languages, expeditious retreat, silent image*
0 (3/day)—*flare* (DC 12), *light, mage hand, message, prestidigitation, resistance*

Abilities Str 11, Dex 12, Con 9, Int 10, Wis 8, Cha 14
SQ bardic knowledge +5
Feats Dodge, Great Fortitude
Skills Appraise +3, Balance +4, Bluff +7, Diplomacy +8, Disguise +5, Gather Information +6, Hide +3, Knowledge (local) +5, Listen +2, Move Silently +3, Perform (comedy) +5, Perform (dance) +7, Sense Motive +4, Search +2, Sleight of Hand +5, Spot +3, Tumble +4
Possessions +1 *punching dagger, potion of eagle's splendor*, 5 doses of baccaran, entertainer's outfit, noble's outfit, 3 smokesticks, 2 sunrods, 5 tindertwigs, 4 gp

THE PROFESSIONAL

A mistress of the famous Vieled Corridor, Viviana's company often proves far more distressing than comforting, as the only suitor she courts is the future. Dressing in black silks, with eyes and hair dark as midnight, she seems like a shadow, half of this world and half of another. While some assert that Viviana's portents stem from a mystical second sight, others insist they are mere chicanery. Regardless, all who can afford a reading from her fateful cards flock to her darkened salon, both eager for and dreading her words.

VIVIANA **CR 10**
Female human bard 3/sorcerer 7
CG Medium humanoid
Init +0; **Senses** Listen +1, Spot +1
Languages Abyssal, Celestial, Common, Infernal

AC 11, touch 11, flat-footed 11
hp 20 (7 HD)
Fort +2, **Ref** +5, **Will** +11

Spd 30 ft.
Melee +1 *silver kukri* +5 (1d4/18–20)
Base Atk +5; **Grp** +4
Special Atk bardic music 3/day (countersong, inspire competence, inspire courage +1, *fascinate*)
Combat Gear *deck of illusions, wand of invisibility, potion of sanctuary* (2)
Bard Spells Known (CL 3, +5 ranged touch)
1st (2/day)—*comprehend languages, disguise self, lesser confusion* (DC 14)
0 (3/day)—*daze* (DC 12), *detect magic, ghost sound, lullaby* (DC 12), *mage hand, prestidigitation*
Sorcerer Spells Known (CL 7, +5 ranged touch)
3rd (4/day)—*suggestion* (DC 17), *tongues*
2nd (7/day)—*detect thoughts, fog cloud, locate object*
1st (7/day)—*charm person* (DC 15), *hypnotism* (DC 15), *identify, sleep* (DC 15), *ray of enfeeblement*
0 (6/day)—*dancing lights, flare, mage hand, message, open/close, prestidigitation, ray of frost, read magic*

Abilities Str 8, Dex 10, Con 9, Int 12, Wis 12, Cha 14
SQ bardic knowledge +4, summon familiar (viper named Bugia)
Feats Greater Spell Focus (enchantment), Iron Will, Persuasive, Quick Draw, Spell Focus (enchantment)
Skills Bluff +14, Concentration +2, Diplomacy +11, Disguise +6 (+8 to act in character), Gather Information +7, Intimidate +8, Knowledge (arcana) +6, Knowledge (history) +3, Knowledge (local) +6, Knowledge (religion) +3, Knowledge (the planes) +3, Perform (dance) +4, Perform (oratory) +12, Perform (sing) +6, Sense Motive +6, Sleight of Hand +6, Spellcraft +8, Spot +5
Possessions +1 *silver kukri, ring of protection* +1, 2 *potions of misdirection*, noble's outfit, masterwork fortunetelling deck, 150 gp worth of jewelry, 47 gp

THE MASTERMIND

Slight of frame but exuding a presence that belies her size, Madame Ritana Cul recently took the whip as mistress of the infamous den of vices, the Porphyry House (see DUNGEON #95). Short even for a halfling, the aged Madam Cul stands just over two feet tall, although her towering coiffure and the half-orc twins who serve as her guards, litter bearers, and more ensure that she never wants for stature. Bolstered by her depraved faith in the demon lord Graz'zt, Cul employs a combination of blackmail, murder, and subtle charm to strengthen her dark prince's grip on the city's underworld.

MADAME CUL **CR 12**
Female halfling bard 12
NE Small humanoid
Init +2; **Senses** Listen +6, Spot +6
Languages Abyssal, Common, Elven, Halfling, Undercommon

AC 15, touch 15, flat-footed 13
hp 44 (12 HD)
Fort +4, **Ref** +11, **Will** +12 (+14 vs. fear)

Spd 20 ft.
Melee *dagger of venom* +10/+5 (1d3+1/19–20)
Ranged +1 *unholy crossbow* +13/+8 (1d6+1/19–20 plus unholy)
Base Atk +9; **Grp** +4
Special Attacks bardic music 12/day (countersong, inspire competence, inspire courage +2, inspire greatness, *fascinate*, song of freedom, *suggestion*)
Spells Known (CL 12, +12 ranged touch)
4th (3/day)—*dimension door, dominate person* (DC 21), *greater invisibility*
3rd (4/day)—*charm monster* (DC 20), *cure serious wounds, haste, scrying* (DC 19)
2nd (5/day)—*alter self, darkness, eagle's splendor, enthrall* (DC 19)
1st (5/day)—*charm person* (DC 17), *comprehend languages, Tasha's hideous laughter* (DC 17), *unseen servant*
0 (4/day)—*dancing lights, ghost sound, lesser confusion* (DC 16), *lullaby* (DC 16), *mage hand, message*

Abilities Str 8, Dex 14, Con 10, Int 12, Wis 13, Cha 22
SQ bardic knowledge +13
Feats Dodge, Iron Will, Mobility, Point Blank Shot, Shot on the Run
Skills Bluff +14, Concentration +2, Diplomacy +19, Disguise +6 (+8 to act in character), Escape Artist +7, Gather Information +14, Hide +11, Intimidate +10, Knowledge (arcana) +6, Knowledge (local) +6, Knowledge (nobility and royalty) +6, Knowledge (religion) +3, Knowledge (the planes) +4, Listen +6, Move Silently +6, Perform (sing) +24, Sense Motive +8, Sleight of Hand +6, Spellcraft +8, Spot +6, Tumble +7
Possessions *dagger of venom*, +1 *unholy crossbow* with 20 bolts, *cloak of Charisma* +4, *ring of protection* +2, *ring of mind shielding*, noble's outfit, silver symbol of Graz'zt, jewelry worth 225, 38 gp

SO UNEXPECTED EVENTS

BY RICHARD PETT
BY KYLE HUNTER

Unpredictable things happen all the time in life. People push free samples at passersby, folk warn of trouble ahead, and the guards arrest kindly old neighbor ladies for shoplifting. These events lend an air of realism to adventures by offering a sense of a world going about its business around the PCs, a world where things happen that have nothing to do with plots or clues or quests. They may serve as red herrings or distractions to the main plot, or they might just remind players that not everything they encounter on the path to discovering the Lost Temple of Turun is relevant. Remember not to use such random events too

often, lest the players grow to expect the unexpected.

The events given here take place in settlements, but you can easily modify them to suit the PCs' current location. For example, characers making the journey from the Gray Forest to the nearby town of Grulley might not encounter anyone on the road save a pair of men who pass by arguing about cabbages, so engrossed in their debate that they fail to acknowledge or even notice the heroes.

Here are 50 events you can insert into an adventure at any point you choose. Many events are left open-ended, so there's no reason why, for example, the shepherd's pursuit of his flock should not carry on over the course of many sessions, with the heroes eventually learning of his mysterious death in the dreaded Swamp of Nilley.

1 A nearby child begins screaming about monsters.
2 A village idiot informs one PC that his hair is on fire. When his mistake is pointed out, he shouts that next time he won't bother telling them.
3 A gypsy peg seller warns the PCs that they are cursed (unless they buy her pegs).
4 A colourful parrot flies by, pursued by its owner's frantic family.
5 An elderly lady gives one PC a blackberry pie, claiming that he looks "a bit thin."
6 A town crier botches his speech.
7 The church bells sound the hour, but the striker breaks halfway through.
8 A wagon laden with fruit stops next to the PCs, the horse refusing to go a step further.
9 Two men pass by, arguing about cabbages as they go.
10 An old dwarf leans from a window above and abuses one PC about his dress.
11 A man on fire rushes out of a smithy and leaps into the nearest duck pond.
12 Clouds of dust billow from a nearby building and seven builders come out coughing.
13 A dog begins barking furiously at one particular PC.
14 An old woman rants about the "lack of discipline these days" and directs her ire at two of the PCs.
15 Two lovers sing to each other, oblivious to everyone around them.
16 A hot-chestnut seller yells "I've had enough of this crap trade!" and walks off smiling. Later he is seen selling cloaks on a street corner.
17 A turnip rolls past the PCs, hotly pursued by children.
18 A chicken falls from an upstairs window and lands on one PC.
19 A jester begins to cry as he is heckled by a group of nasty gnomes.
20 A thatched roof on a house suddenly sags (the house is empty).
21 A town guard asks one PC if he knows Dag Wibberley, the notorious ferret breeder, wanted for breeding ferrets without a license. As the guard leaves, he remarks on the PC's likeness to Dag and warns him about illegal ferret breeding.
22 A spade seller approaches the PCs with his wares.
23 A halfling says that he is lost and looking for food, and would the kind heroes please lend him some money?
24 A quartet of clowns summersaults past.
25 A cat is hit by a cart and walks away unscathed.
26 A flock of sheep rush past. Two days later, a man asks the PCs if they've seen his sheep.
27 A madman claims to be a shape-changed beholder.
28 A beautifully arranged shop window display of glasses collapses as one PC looks at it.
29 Three slates fall off of a roof at the feet of a passing wizard, who winks at the PCs and calmly carries on.
30 A cart laden with statues of xorns passes by.
31 A man comments to one PC that he's seen a gliding moose-eagle, but not a flying one.
32 A group of religious maniacs claims the world will end in ten minutes.
33 Twenty guards stand around a broken heavy catapult, all blaming each other for dropping it first. Eventually a huge brawl takes place.
34 Dwarves hold a belching contest outside a pie shop.
35 A female gnome gives one PC a copper for some soup.
36 A door on a shop falls into the street, exposing a naked dwarf.
37 An enraged wife chases her husband with a kipper.
38 The heroes are given a free bottle of Jolie's fruit wine (which is vile) as part of a promotion. Later on they find Jolie in the village stocks.
39 An elderly half-orc warns the PCs to "beware the highlands."
40 A trio of old ladies remark on how handsome one PC is, and how he reminds them of a young Tug Regwillsmith.
41 A dashing bard gives flowers to one PC and then rushes off singing about spring.
42 A huge crowd of children walks past dressed as scarecrows, singing songs about seeds and naughty birds. A disturbing number of starlings follows them down the street.
43 A large group of well-dressed men walks past holding plans and talking about demolishing streets. They end up having a fight.
44 A woman dressed in a badger costume approaches the PCs, asking if they know the way to the village hall. If they don't, she begins crying hysterically.
45 A woman calls after a PC by name, but it soon becomes apparent that she's in fact calling the name of her dog, who just happens to have the PC's name.
46 A man falls off a ladder into a duck pond. As he falls, he screams "not again!"
47 A man works on a twenty-wheel wagon and shows it to unimpressed dwarven clients.
48 A sudden gust of wind blows everyone's hats off. Two minutes later, exactly the same thing happens again.
49 The church clock strikes the hour, but doesn't stop and keeps chiming all day and half the night.
50 Dogs howl as the PCs draw near, but mysteriously fall silent when they are approached.

7 TREASURE CHESTS

BY MARK A. HART
BY KYLE HUNTER

For many adventurers, a treasure chest represents the reason for exploring dungeons and battling monsters in the first place. Given its iconic importance, a treasure chest should radiate danger, mystery, and excitement. A chest important to your storyline deserves an intriguing description, and should evoke the same amount of imagery as the monster that guarded it or the lair in which the characters discovered it.

Here are seven different treasure chests, each with an extraordinary attribute and descriptions that go beyond a simple chest of wood or iron. Some chests feature unusual construction, host strange magical effects, or even defend the treasures they hold. Try dropping some of these into your current adventure, or creating your own descriptions using these as examples.

BEHOLDER HUSK

Description: A beholder husk, hollowed out and preserved, serves as a spacious treasure chest. The eyestalks, also preserved, appear as dangerous as they did in life. The central eye remains open, directing a baleful stare at those nearby.

The chest opens at the mouth, with the top half of the body serving as the lid. Because of its Large size, it boasts a storage capacity of 270 cubic feet.

Features: An *arcane lock* protects the chest's contents. To deter thieves, a magical *disintegrate* trap (caster level 11th) targets anyone forcing open the chest. The green ray radiates from one of the eyestalks, just as when the beholder lived.

Disintegrate trap: CR 7; magic device; visual trigger (*true seeing*); automatic reset; Atk +5 ranged touch; spell effect (*disintegrate*, 11th-level wizard, 22d6 damage, creature reduced to 0 or fewer hit points is entirely disintegrated, DC 19 Fortitude save for 5d6 damage); Search DC 31; Disable Device DC 31.

Weight 500 lb.; Hardness 8; hp 60; Break DC 33.

THE BONE CHEST

Description: Bones of every type, bleached white and fused together, form the body of this treasure chest. Arms, legs, and ribs lock together in unison. A fanged skull, etched with runes and symbols, sits atop the lid and stares with empty eye sockets.

Features: If anyone other than the owner approaches within 20 feet of the chest, the skull emits a high-pitched, tortured scream. A bone key fits the lock.

This chest, often used by necromancers to store body parts and samples, preserves physical remains with a permanent *gentle repose* spell. A larger version of this chest resembles a coffin more than a treasure chest.

Weight 30 lb.; Hardness 5; hp 15; Break DC 17; Open Lock DC 18.

CHEST OF EBON TENTACLES

Description: Oily black tentacles appear to grow from this chest. The tentacles writhe and twist through the air like snakes in a mesmerizing dance. The chest itself is fashioned from slimy black stone.

Features: A permanent *Evard's black tentacles* protects this chest. The person who carries the key may approach without harm or interference, but the tentacles attack anyone else who approaches within 10 feet. Despite their fleshy appearance, the tentacles are immune to all damage, as per the spell. The chest itself, however, may be damaged or broken.

***Evard's Black Tentacles* Trap**: CR 7; magic device; proximity trigger (*alarm*); spell effect (*Evard's black tentacles*, 7th-level wizard); multiple targets (all targets in each of two adjacent 5-ft. squares); Search DC 29; Disable Device DC 29.

Weight 75 lb.; Hardness 5; hp 15; Break DC 23; Open Lock DC 30.

THE CONFLAGRATION COFFER

Description: Flames of red, orange, and vivid blue dance across this chest's surface. The air ripples with waves of heat and carries a sulfurous smell. Black scorch marks scar the floor around the chest. Although difficult to see through the fire, the chest appears to be fashioned of stone.

Features: Permanent magical flames shroud the chest, yet the contents remain intact and unharmed. Items removed from or placed within the chest likewise suffer no harm. Anyone who approaches within 20 feet of the chest without holding the key suffers damage as from a *wall of fire* (caster level 7th).

Fire-based creatures such as salamanders, fire giants, and red dragons favor this unusual chest for storing their valuables.

Weight 50 lb.; Hardness 8; hp 45; Break DC 28; Open Lock DC 35.

THE DROWNED SEA CHEST

Description: This chest, fashioned of mahogany and reinforced with iron, constantly leaks seawater. The wood bulges in numerous places. The iron bands and hinges appear rusted and corroded. Bedraggled wisps of seaweed cling to its surface.

Features: Although the exterior of the sea chest leaks like a sieve, as long as the lid remains shut the items within enjoy total protection from water damage. Even if the chest suffers complete submersion, the contents stay safe and dry.

Weight 40 lb.; Hardness 5; hp 15; Break DC 23; Open Lock DC 30.

THE PAUPER'S STRONGBOX

Description: This box resembles a haphazard collection of wooden slats bound together with twine and mud. Rusted nails jut from the edges, and the leather hinge straps look weathered and brittle.

Features: Although this box appears fragile, it holds up under tougher punishment than most mundane treasure chests. Whenever someone other than the key holder opens the box, he sees a pathetic collection of junk: glass beads, a few handfuls of copper pieces, and worthless polished stones. In truth, however, a *silent image* spell disguises the chest's contents by making anything placed within it appear as worthless trash. Even when removed from the box, the items continue to look like junk—metal objects appear rusted, paper looks tattered and faded, and jewelry appears to be cheap forgeries. Ten minutes after leaving the box, however, the items regain their true appearance. A successful *dispel magic* spell cast on the items removes the disguise immediately.

Weight 25 lb.; Hardness 5; hp 30; Break DC 25; Open Lock DC 20.

THE SHADOW VAULT

Description: This strongbox appears ghostly and insubstantial. Wisps of shadow hover and cloak it in shades of gray. The surrounding air feels cold, and a layer of frost coats the chest's iron exterior.

Features: This chest exists both on the Material Plane and on the Plane of Shadow. As a result, it remains obscured by shadows even in the brightest light. Any light within 10 feet of the chest dims to shadowy illumination. At the same distance, a spellcaster who wishes to cast a spell with the light descriptor must first succeed on a Spellcraft check (DC 20 + spell level).

The person who holds the key may approach or open the chest without difficulty. Anyone else who approaches within 10 feet comes under attack by 1d3 shadows (*Monster Manual* 221). If slain, these shadows return one hour later to guard the chest.

Weight 15 lb.; Hardness 10; hp 30; Break DC 28; Open Lock DC 35.

UNWANTED FOLLOWERS

BY RUSSELL BROWN,
BY KYLE HUNTER,

As the PCs travel the land, openly displaying their status as powerful adventurers, they may pick up companions anxious for their company and protection. They may also gain some unwanted followers—sly thieves, stalking animals, mischievous monsters, or just annoying NPCs. Each of the followers detailed below should cause your PCs some chronic distress and may force them to use their skills to resolve situations without combat.

BOUND AIR ELEMENTAL

A simple item that the PCs discovered on a previous adventure (perhaps a small gem or even a special coin) has a Medium air elemental (*Monster Manual* 96) bound to it. The elemental stays within 100 feet of the item, following the PCs wherever they go and spontaneously transforming into a whirlwind a few times a day. The elemental acts to protect the item from harm, but does not obey or protect its owner. It fights if attacked.

TRACKING DOGS

The PCs are followed by a pack of 1d8+4 wild dogs (*Monster Manual* 271). Most of the dogs stay about 200 feet behind the party, hiding behind whatever cover they can find, but one or two are always within scent range and bark and yip to let the pack know what the PCs are up to. The dogs follow the PCs for days. If any PC falls behind the party or becomes separated, the scout dogs begin howling and move to cut the loner off from the party. The rest of the pack then moves up quickly to attack.

WERERAT COMPANION

A human named Rodechi feels unsafe alone on the roads and wants to join the PCs in their travels. He is young, rather short, and dresses in fine, brightly colored clothes with a large mink hat and long mink robe. Under his robe he carries a rapier and a small crossbow. Rodechi is a wererat (*Monster Manual* 173), but actually does want the PCs' protection. He makes some excuse to sleep apart from the group—perhaps the smell of one of the party members. During the night he leaves his robe and hat behind, stuffed to appear as if he is still sleeping, and sneaks off to the nearest village or town to rob the locals, leaving behind evidence to frame whichever PC he likes the least. Rodechi travels with the PCs for a few days, then tries to rob them on his last night before sneaking off.

MERFOLK

While traveling by sea, the PCs are followed by a group of merfolk (*Monster Manual* 185) and a few dolphins. The merfolk play tricks on the travelers. They may turn the ship's rudder or adjust the rigging at night to send the PCs into a deserted cove, or they may cut the ship's stays or scrape the outside of the hull with coral, keeping everyone awake at night and wearing away the sealing tar. If attacked, they retreat into the depths and return later.

WRESTLING CLERIC

Neg Mordel (CG male dwarf cleric 4), a dwarf armed with a masterwork greatsword, wearing full plate, and carrying a heavy steel shield, wishes to join the party on their journey. He is a cleric of Kord and holds his own in a fight, striking out at the enemy as much as he heals. He is a jovial enough fellow, but he does have one problem—to gain his spells, Neg must rise very early in the morning and wrestle with someone until one or the other is pinned (base attack/grapple +3/+6). He neglects to tell the party about this before he jumps on one of them the first morning while they are still asleep.

PIXIE

A vindictive pixie (*Monster Manual* 236) follows the party, choosing the PC who appears the wealthiest or greediest and making it look as if they are stealing small items from the other party members. If discovered, the pixie flies off to find new victims.

DRUID WITH DIRE RAT

Anyi Samsay (N female human druid 5) wishes to travel with the PCs. She constantly complains to anyone who will listen about the terrible destruction of the wilderness, especially the fouling of all the ancient streams and rivers. Meanwhile, her dire rat animal companion (*Monster Manual* 64) gnaws his way into the party's food supplies. If the rat is attacked or killed, Anyi leaves the party, but casts *contagion* in secret and holds the charge, touching the PC who killed the rat as she leaves and infecting him with filth fever (initial DC 15, subsequent saves DC 12). See *Dungeon Master's Guide* 292.

NIGHT HAG

Somehow, a chaotic or evil PC attracts the attention of a night hag (*Monster Manual* 193) visiting the Material Plane. The night hag travels with the party in ethereal form and subjects her victim to dream hauntings every night, occasionally biting other PCs in their sleep and giving them demon fever. The hauntings and attacks stop temporarily if the PCs enter a good or lawful temple or sacred site, but start up again if they leave that sanctuary within ten days. (For more ideas about dealing with night hags, see "The Ecology of the Night Hag" in *Dragon* #324.)

ARROGANT RANGER

Vokod Ighnal (NG male half-elf ranger 1, Survival +2) joins the party, eager to use his relatively new wilderness skills. When the party travels, Vokod moves out in front and identifies shortcuts through rough terrain that tend to be tough going and get the party lost (see *Dungeon Master's Guide* 86). Vokod never admits he is lost and won't listen to advice from other party members, especially other rangers.

PROTECTIVE LILLEND

A valuable work of art recovered by the PCs on a previous adventure was watched over by a female lillend (*Monster Manual* 168). The lillend now follows the party, making sure that the item is safe. She stays out of sight as much as possible, sometimes casting *invisibility*, and she directs the party away from dangerous situations using her *hallucinatory terrain* ability. If a PC carrying the artwork persists in putting themselves, and the item, in danger, she may try to stop them with *sleep*, *hold person*, or *charm person*. As a last resort, the lillend physically intervenes to protect the item itself or the PC carrying it. The only way to be rid of the lillend is to get rid of the artwork. Destroying the item only provokes her vengeance.

PHASM

The PCs are joined by a pleasant and happy old man named Queg who they caught up to on the road. Queg somehow manages to keep pace with them and claims to be an interpreter, though the PCs may discover that he speaks no language other than Common. In a way, he is telling the truth: Queg is a phasm (*Monster Manual* 208) who likes to cause discord by advising powerful people about the true intentions of the people around them. He does this by acting in disguise and using his telepathic abilities. Once he has a person's trust, he sometimes lies to them to cause even more trouble for his own entertainment. Queg tries to broker conflict among the PCs by rooting out uncomfortable secrets and revealing them. He leaves the party after two days, transforming himself into a young adult bronze dragon and flying off toward the nearest large city.

FREELOADING BARD

A young and inexperienced bard named **Jolune** (CN male human bard 1, Perform (drum) +3) joins the party, anxious to make his fortune performing. Unfortunately, though he's not too bad on the drum, he's a terrible singer. He insists on making up truly awful and inaccurate ballads about the PCs' adventures and is hurt when they don't reward him with a few coins. He accepts the PCs' protection but cowers during combat. He eats the party's food, but doesn't help with cooking or cleanup, preferring to sing for his supper.

Downer XII

Fool's Errand

CLEARLY, I HAVEN'T BEEN INVESTING MUCH IN MY INTELLIGENCE SCORE. FRANKLY, I'M STUMPED. WITH TAGGIT DEAD, POISONED BY OUR TREACHEROUS KENKU SHIPMATE, I DON'T KNOW HOW WE'RE TO MEET THE DRAGON, KROIPH. GROSS AS IT IS, MY BEST IDEA IS TO HAVE IZANK EAT TAGGIT'S BRAIN, AND HOPE FOR A CLUE. GRANTED, IZANK IS A HUGE WUSS WHEN IT COMES TO THIS STUFF. BUT HIS RESPONSE IS STRANGE...

DOWNER

TAGGIT

LOOPS

THE GITHYANKI

IZANK

ASTRID

WHAT? OH, I -- I'M NOT HUNGRY, THANKS. REALLY.

I MEAN I'M SURE THERE WILL BE PLENTY OF BRAINS IN THE CITY.

KNOCK IT OFF, YOU *KNOW* WHAT I MEAN!

IZANK'S GOT A CONDITION-- HE CAN READ THE MINDS HE EATS. LIKE YOU DID TO THE GITHZERAI IN THE TAVERN.

DON'T YOU *BLOODY* DARE!

WE CAN TAKE HIM TO HIS GUILD IN THE CITY.

LATER...

WHAT ARE YOU DOING DOYLE? ARE YOU COMING?

YEAH. GOING THROUGH THE KENKU'S LOCKER.

NO POISONS, BUT A LOT OF INK. LOOKS LIKE HE'S IN WITH THE BLACKFINGER ASSASSINS.

I SUPPOSE YOU'RE RIGHT.

IZANK, YOU'RE GOING TO HAVE TO COME UP WITH A BETTER DISGUISE IF YOU ARE COMING.

WILL *THIS* SUFFICE?

Story and art by **Kyle Stanley Hunter.** Lettering by **Sean Glenn.** Downer is ©2005 Kyle Stanley Hunter. **A Super Unicorn** production. **www.superunicorn.com**

INCREDIBLY **POWERFUL** INDIVIDUALS COMPETE TO DON THE MANTLE OF THE GOD OF THE GAME.
PRIMUS AND YGORL HAVE SANCTIONED THIS CONTEST IN THE HOPES OF ENDING A COSMIC STALEMATE.

"ASIDE FROM OUR FRIEND, THE TRICKSTER COPPER DRAGON KROIPH, **NO** GOOD REMAIN IN THE RUNNING. STILL, THE PROCEEDINGS ARE RUN WITH THE UTMOST INTEGRITY BY A FAITH ELEMENTAL, INEVITABLE MCMLXX.

"ANOTHER PROPONENT OF FAIR PLAY ON THIS **SO-CALLED** PLAYERS' ASSOCIATION IS A RILMANI GENERAL, AN AURAMACH CALLING HIMSELF GOALKEEPER. I HAVE YET TO IDENTIFY ANY OF HIS AGENTS.

"NOT SURPRISINGLY, ONE OF YOUR OLD ACQUAINTANCES HAS REARED HER HIDEOUS HEAD. THE PATRON SAINT OF CHEATERS, QUEEN WENCH. I STRONGLY SUSPECT THAT **HER** HAND GUIDES THE INCURSION INTO OUBLIETTE.

"FINALLY, SHKIV SPOKE OF A CREATURE THAT I WAS NOT FAMILIAR WITH. A TIME LORD FROM THE FUTURE WHOSE NAME IS A CURIOUS HARMONIC MELODY. MY MIND **REELS!** WHAT A FANTASTIC CONFLICT WE'VE STUMBLED UPON.

DUNGEON #134

MAP & HANDOUT SUPPLEMENT

SLAY THE ORIGINAL UNDEAD DRAGON!
DUNGEON
BEHOLD THE KING IN YELLOW!
GIANT BEETLES • DERRO • APOCALYPSE GOLEMS
MONTE COOK'S DUNGEONCRAFT • DOWNER • MT. ZOGON

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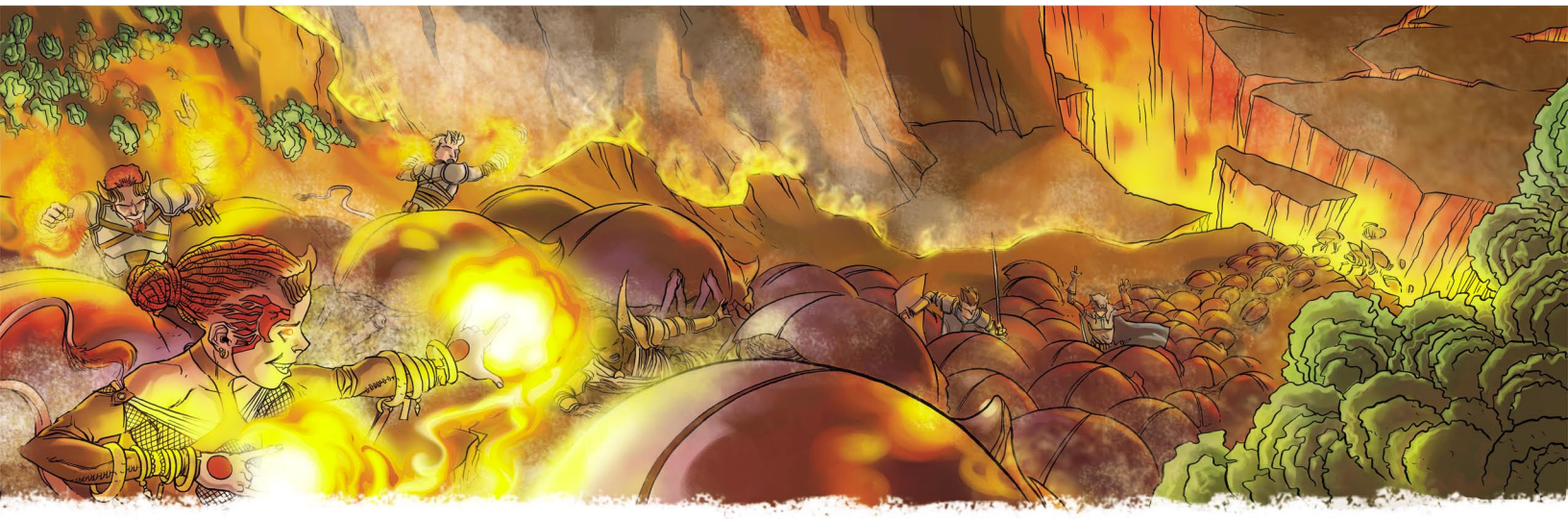

Ramón Pérez

HOME UNDER THE RANGE

by Michael Kortes

Tieflings are raiding a dwarven expedition under a shield of magical darkness, but if the PCs can supply the dwarves with giant scarab beetles capable of generating potent bursts of magical light, they might just survive. Unfortunately, they'll need to escort the herd of giant beetles through the Underdark first. A D&D adventure for 3rd-level characters.

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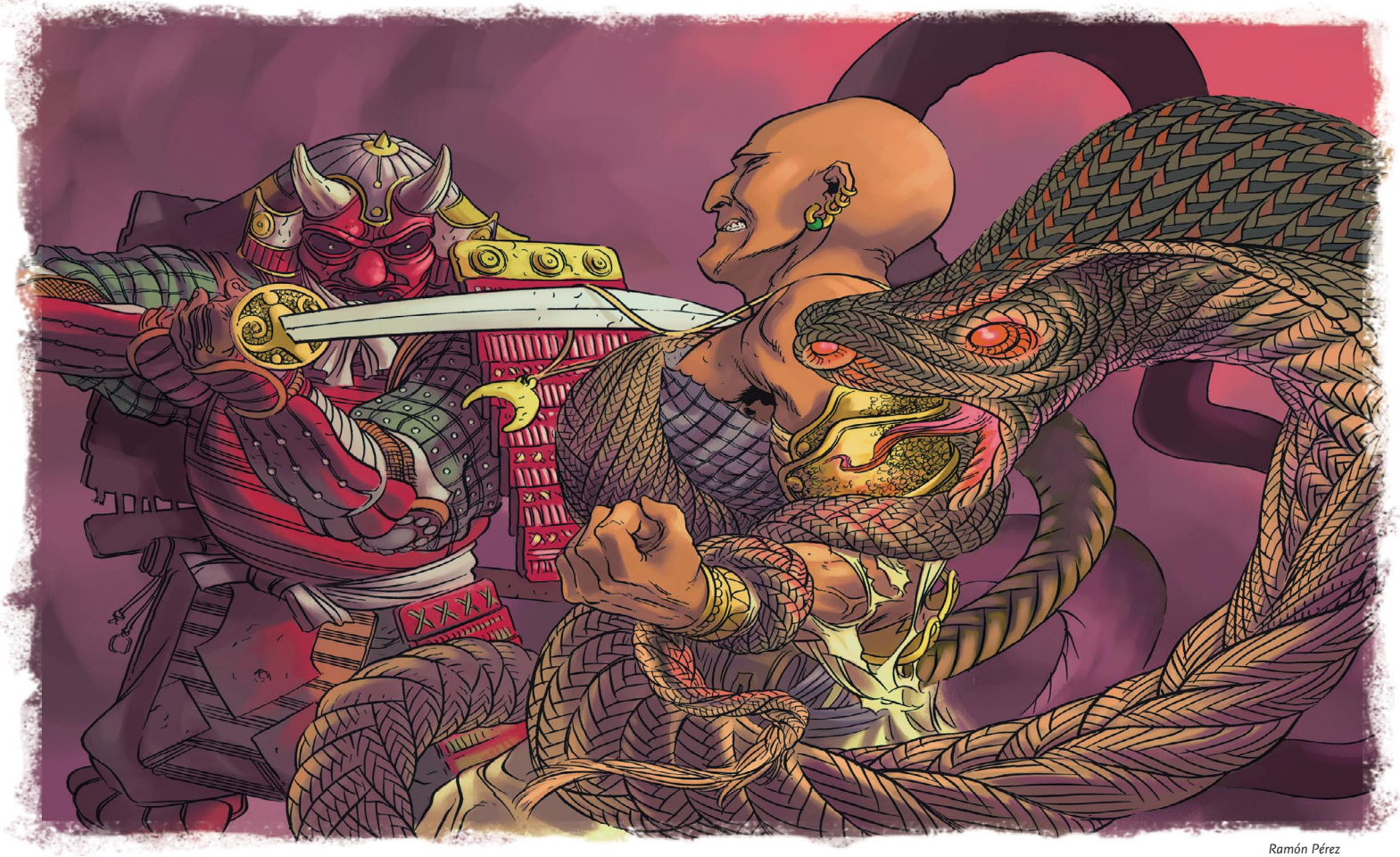
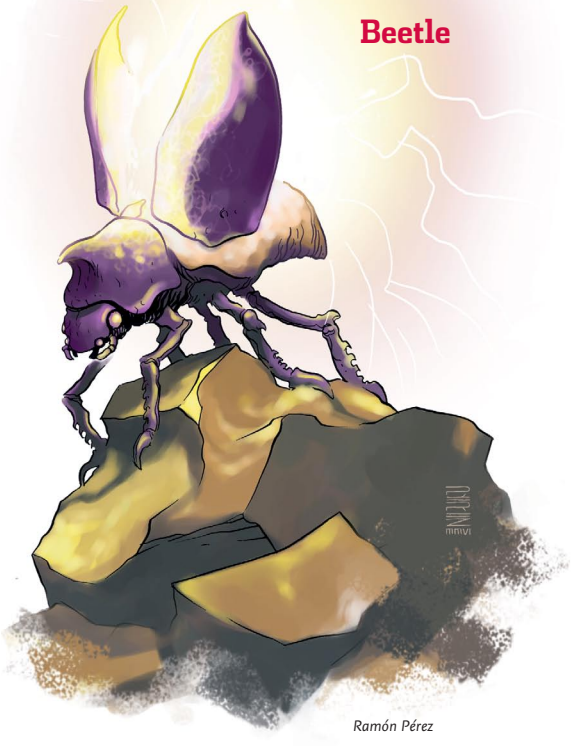


Ramón Pérez

Sub General Farhorn

Ramón Pérez

Beetle



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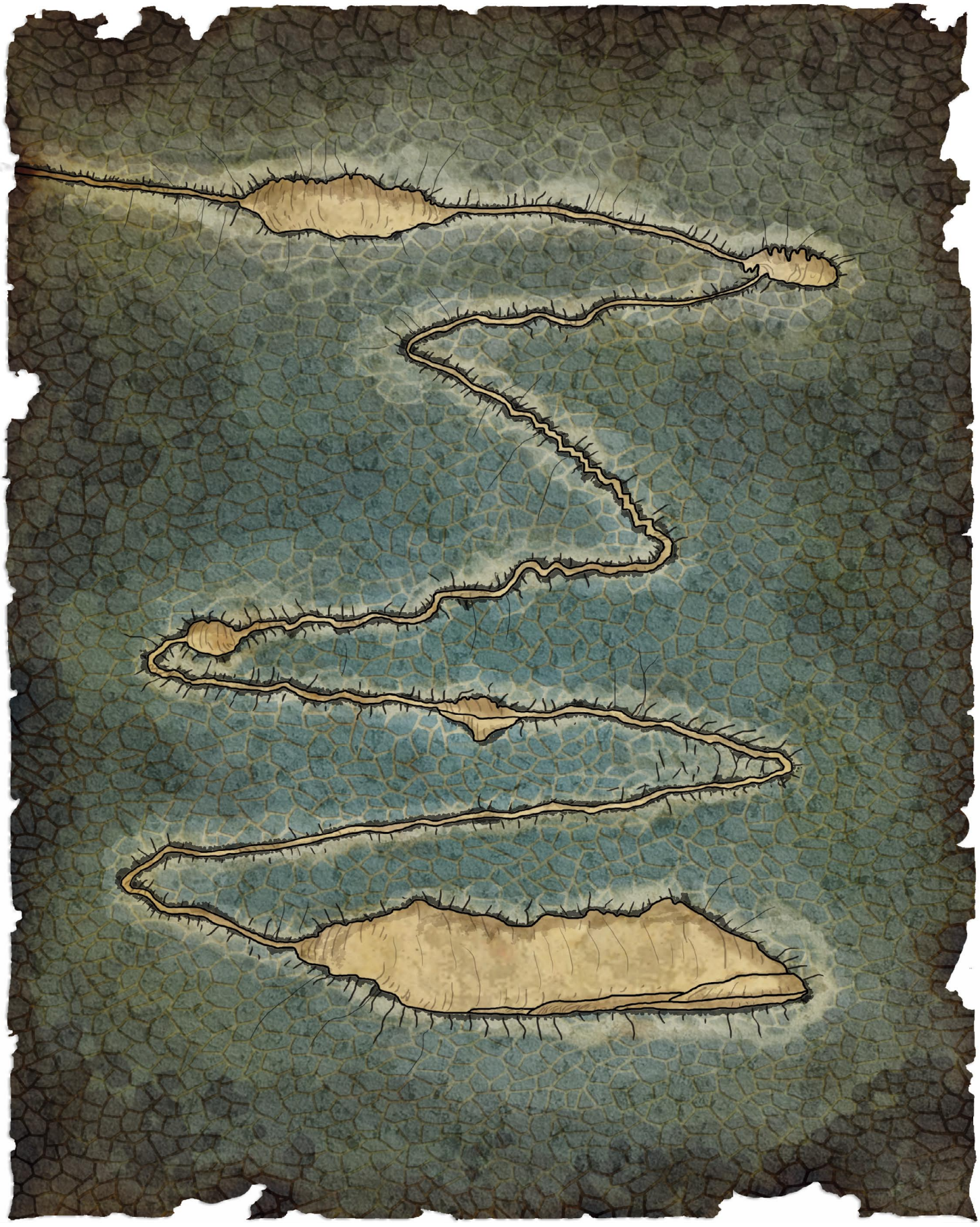

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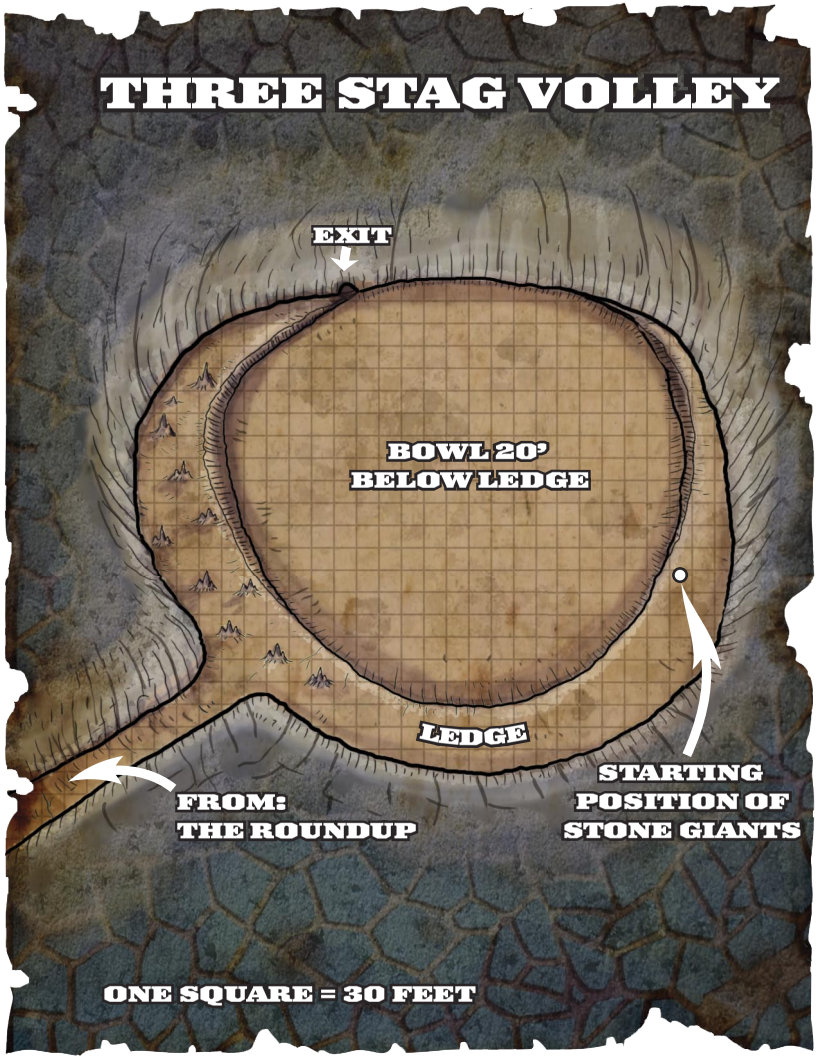

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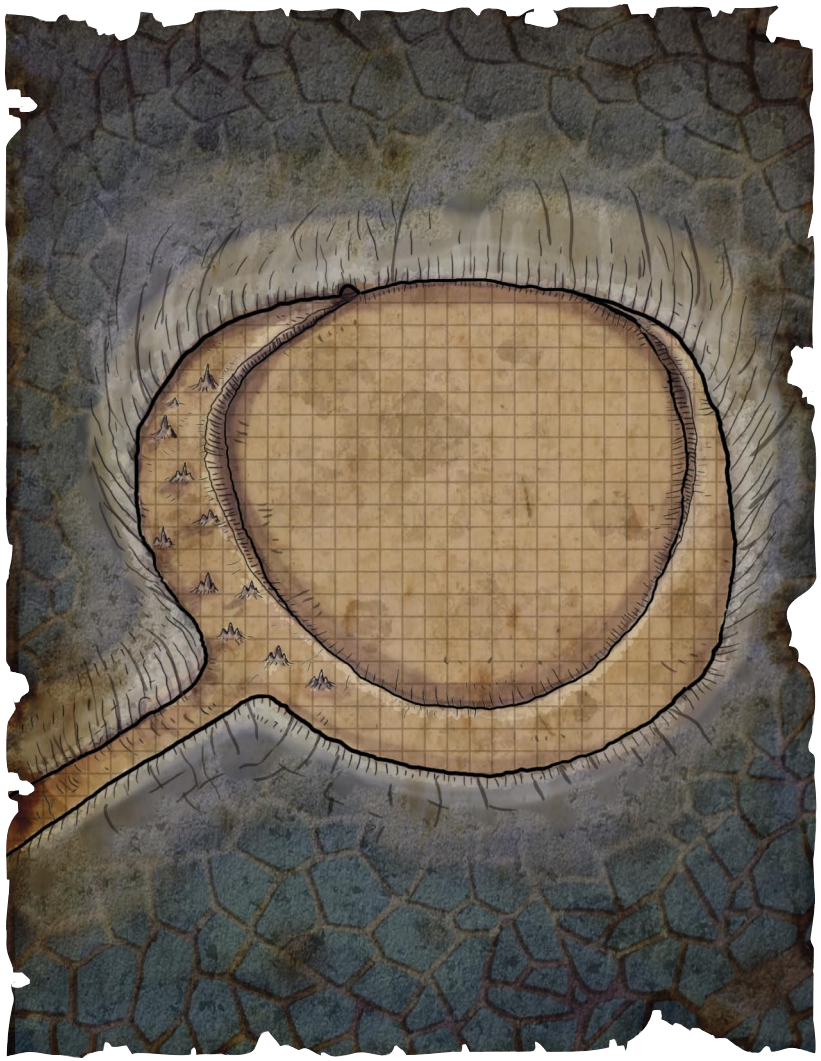

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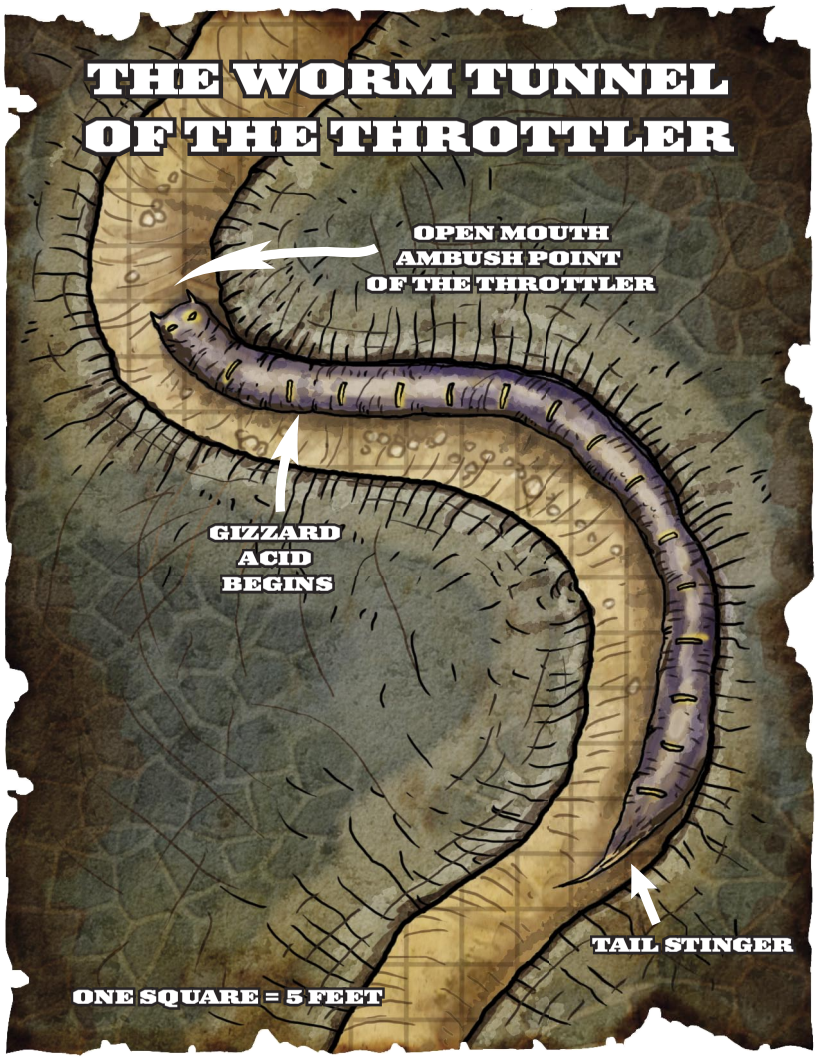

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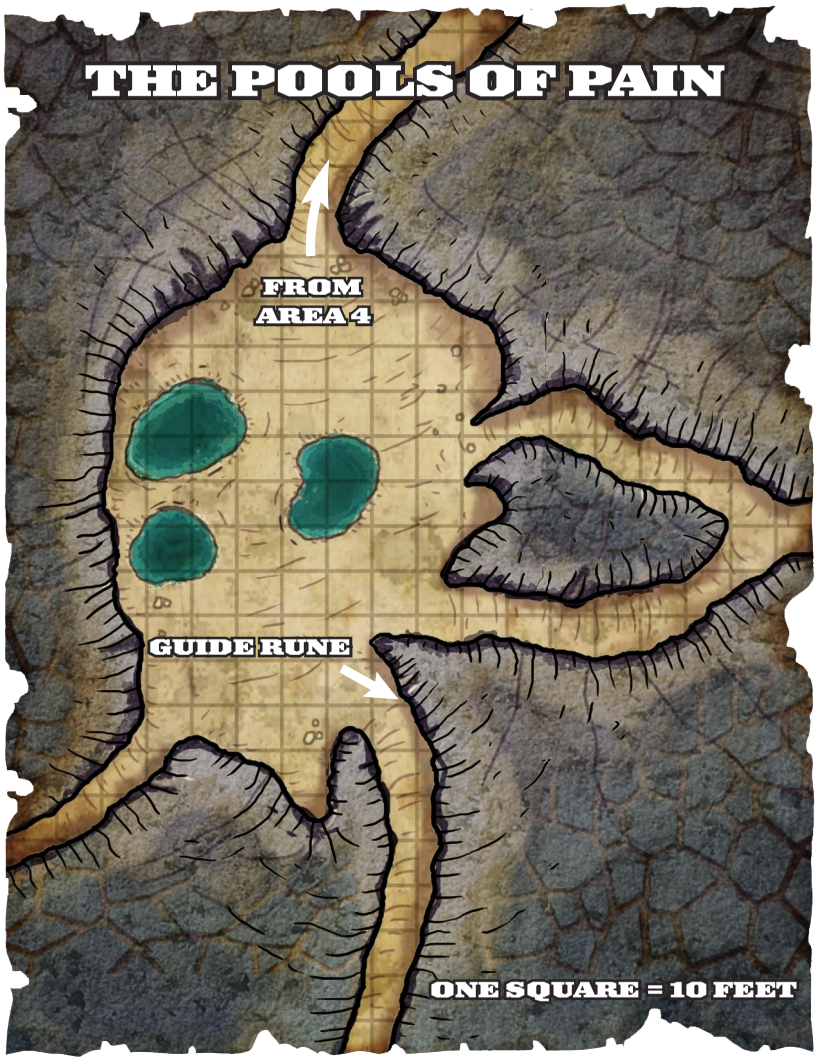

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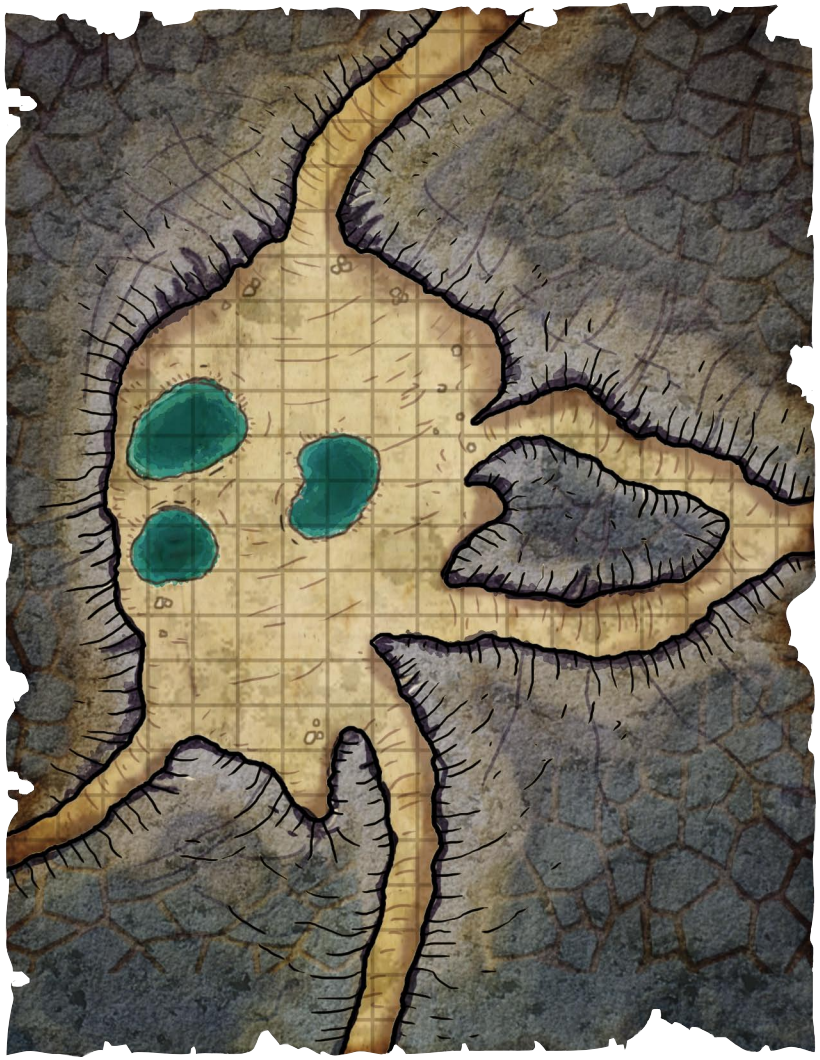

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Chris Stevens, Mike Franchina, and Gala Ferriere

AND MADNESS FOLLOWED

by Matthew Hope

Something vile has transformed a sleepy rural village—the locals have become monsters, and the only survivors are insane. Can the PCs unravel the mystery before a troupe of sinister bards plunges the heart of an unsuspecting city into the Far Realm? A D&D adventure for 9th-level characters.

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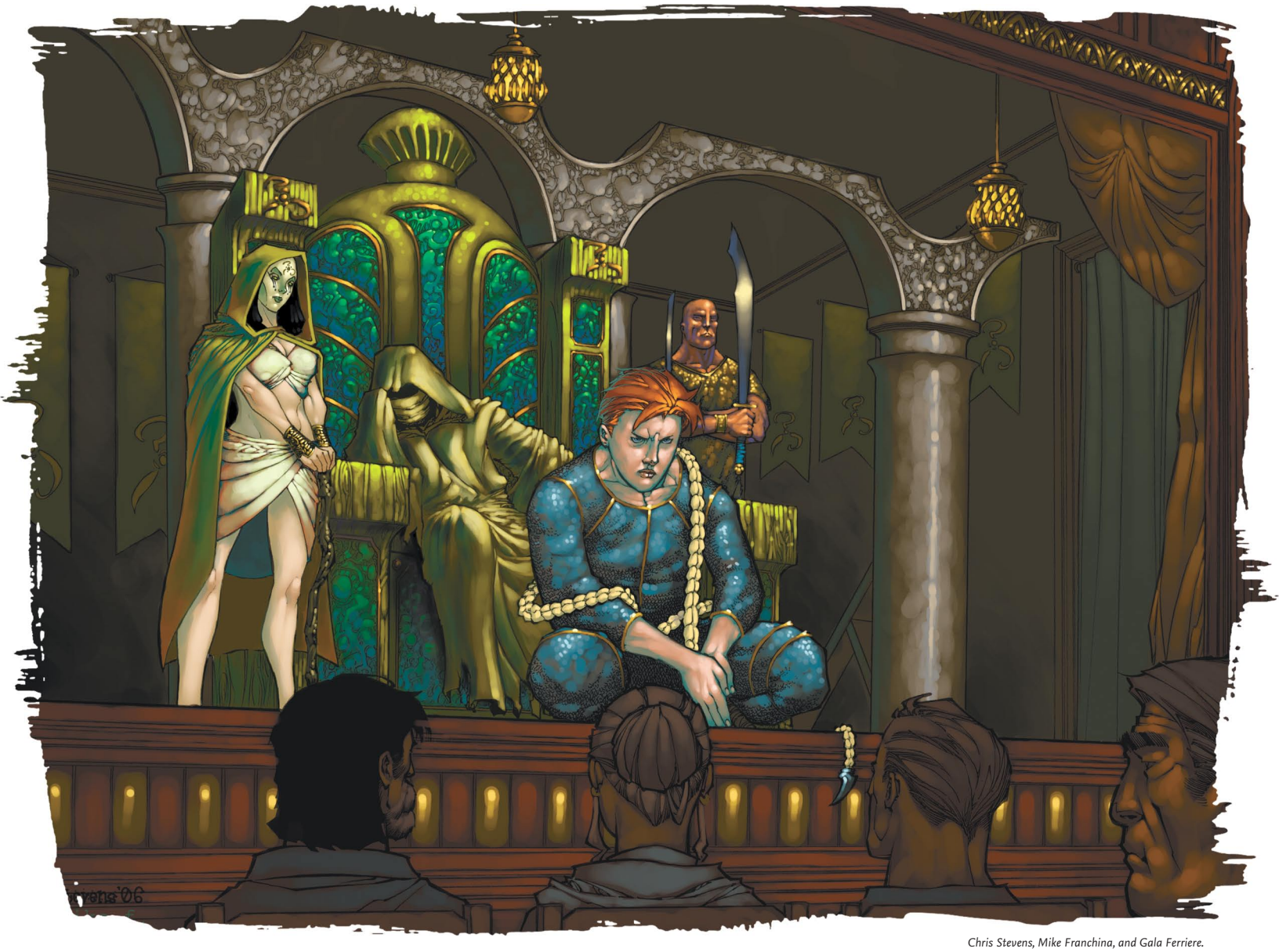

Chris Stevens, Mike Franchina, and Gala Ferriere.

The Yellow Sign

This unsettling rune is the symbol of Hastur and the King in Yellow. It symbolizes madness and transformation and also serves as a focus for the city of Carcosa. Those who look upon the Yellow Sign become filled with vague sensations of unease. Any creature within 100 feet of a visible Yellow Sign suffers a –2 morale penalty on all saving throws against *confusion* and insanity effects. In addition, whenever someone in this area takes Wisdom damage or drain, he suffers an additional point of damage or drain over what he would have normally taken. With a DC 25 Knowledge (arcana) check, a spellcaster who casts *symbol of insanity* can cause the symbol to manifest as the Yellow Sign. This causes the caster to take 1d6 points of Wisdom damage, but the *symbol of insanity* created manifests at +2 caster levels and the DC to resist its effects likewise increases by 2.

Chris Stevens, Mike Franchina, and Gala Ferriere. Yellow sign designed by Kevin A. Ross.

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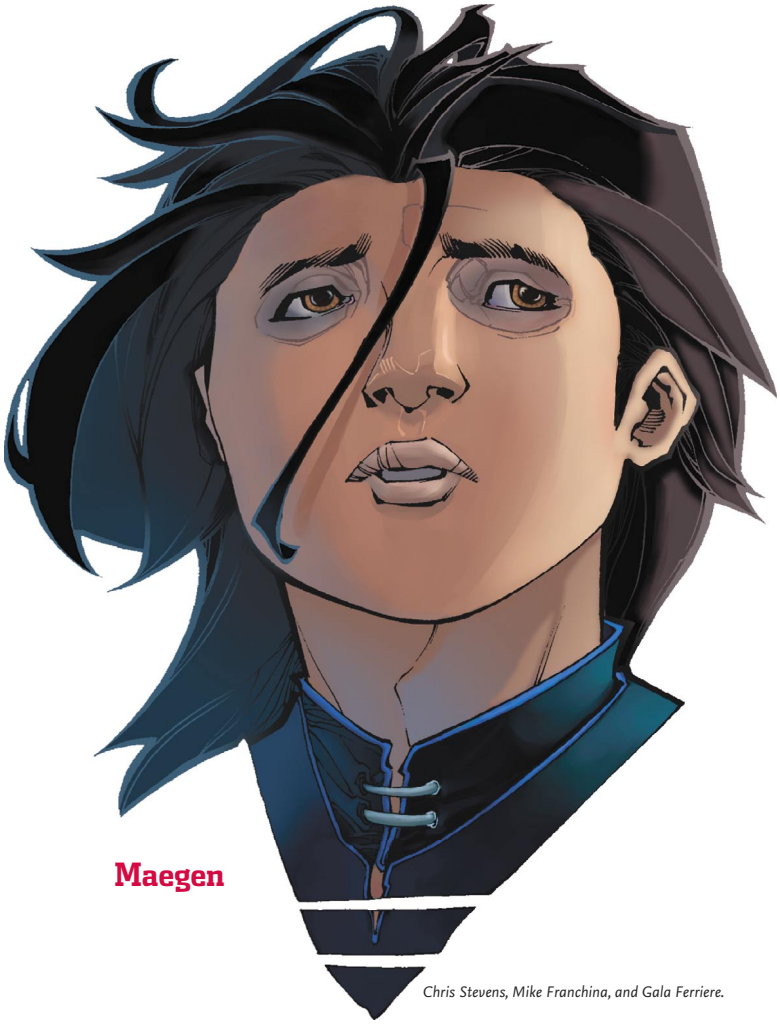
Kthunk Cihlar

Chris Stevens, Mike Franchina, and Gala Ferriere.

Maegen



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Premiere Engagement!
One Night Only at the Lamid Amphitheater!
Sophia Lasilaran and the King's Players present
THE KING IN YELLOW
Performance Begins at Dusk

Yellow sign designed by Kevin A. Ross.

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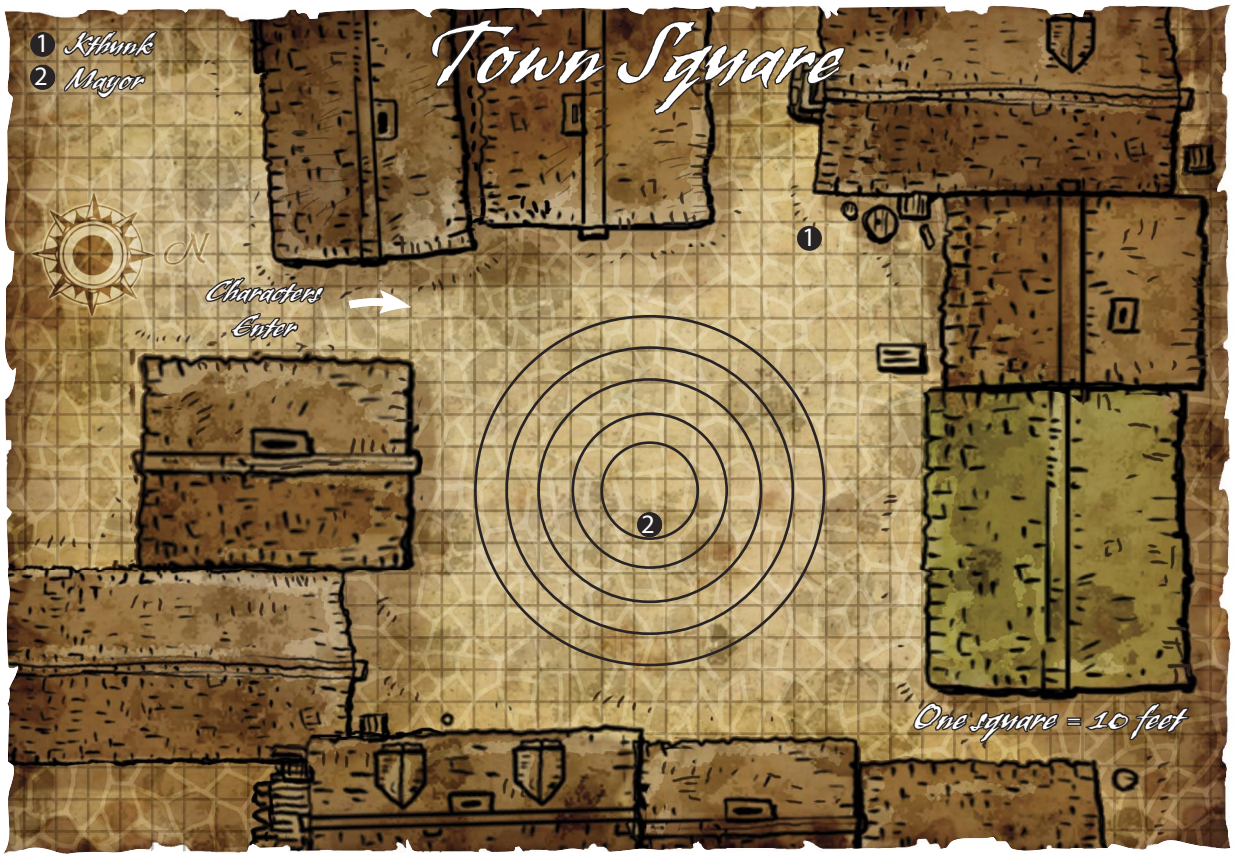

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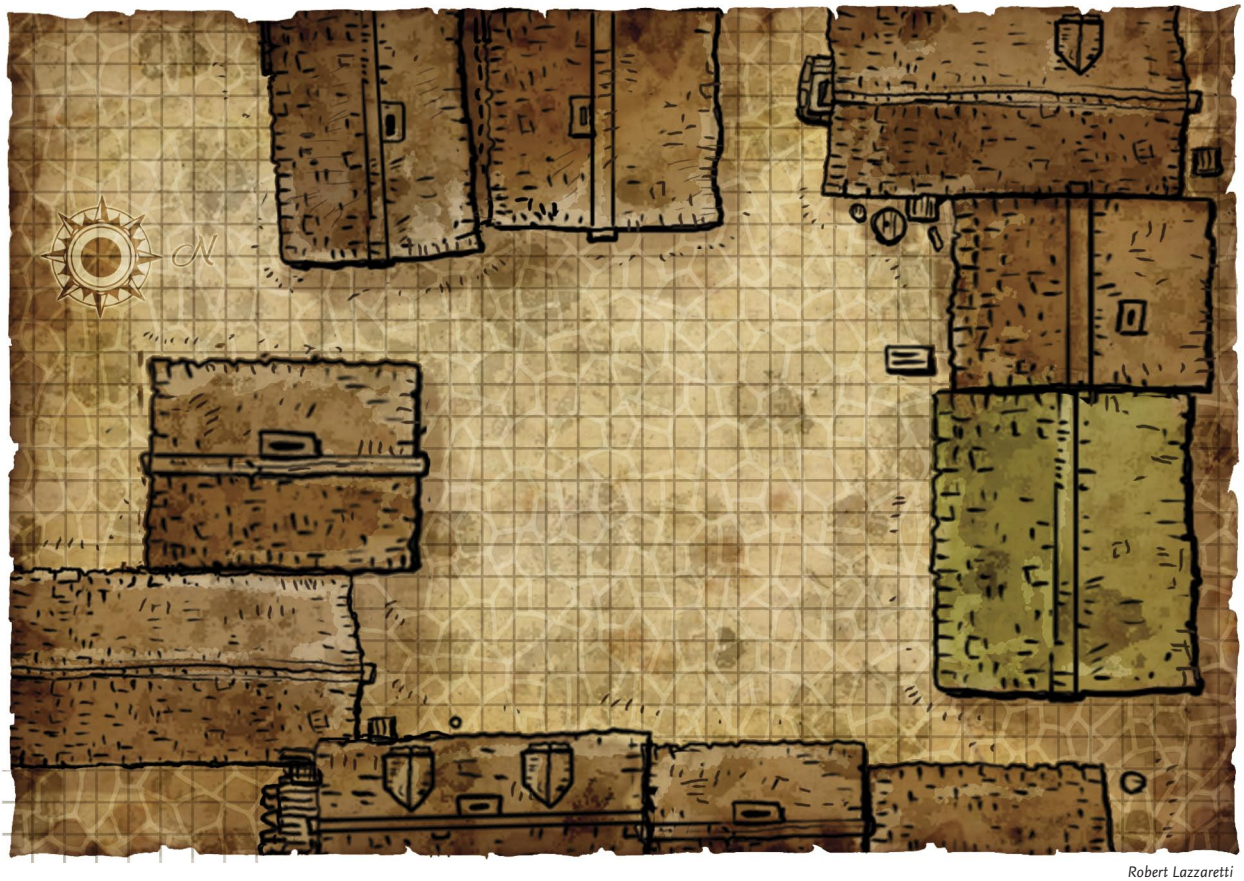

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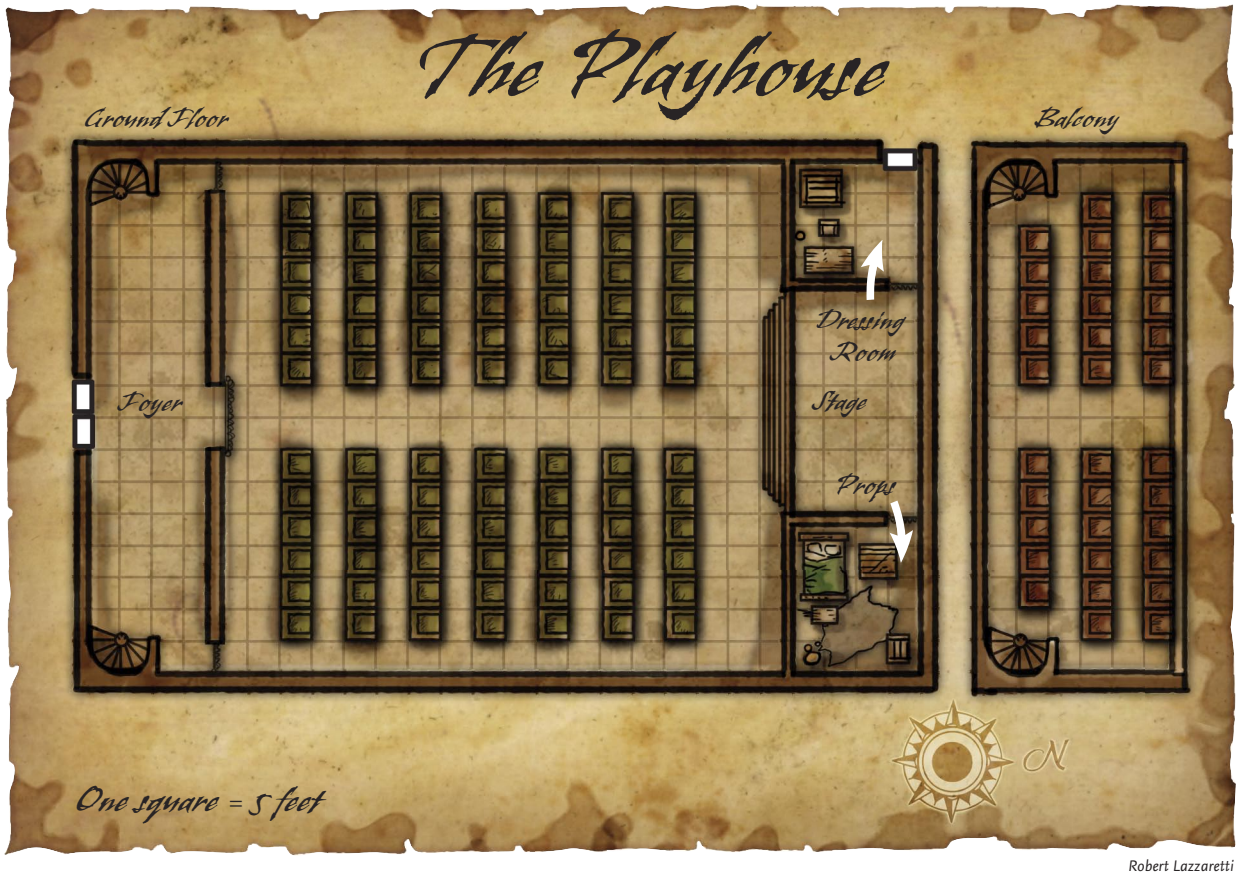

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Joachim Barrum

INTO THE WORMCRAWL FISSURE

by James Jacobs

If the PCs are to avert the Age of Worms, they must invade the heartland of Kyuss' power, the Wormcrawl Fissure, and destroy one of the world's most powerful dracoliches before the Wormgod awakens. An Age of Worms Adventure Path scenario for 19th-level characters.

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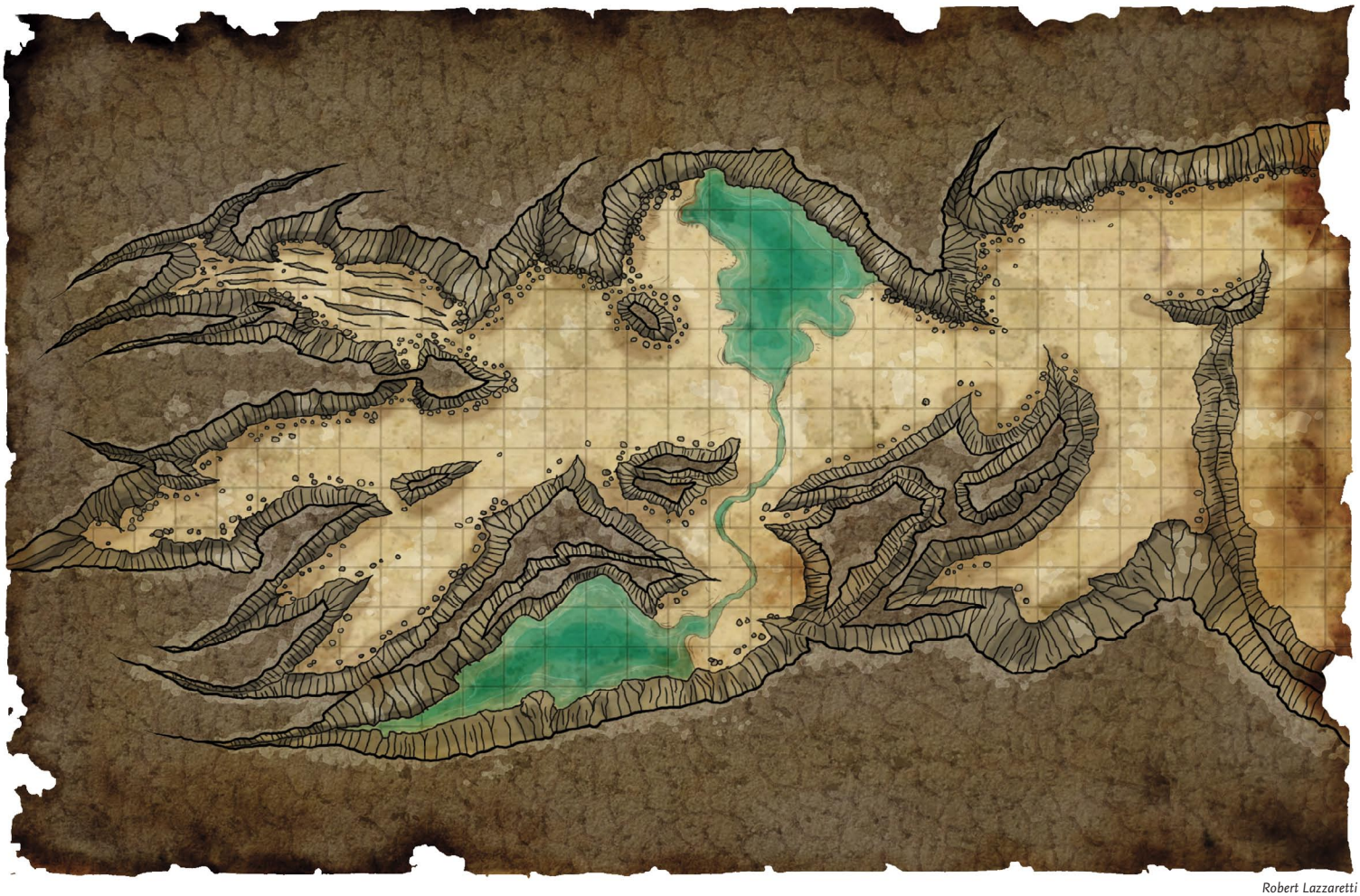

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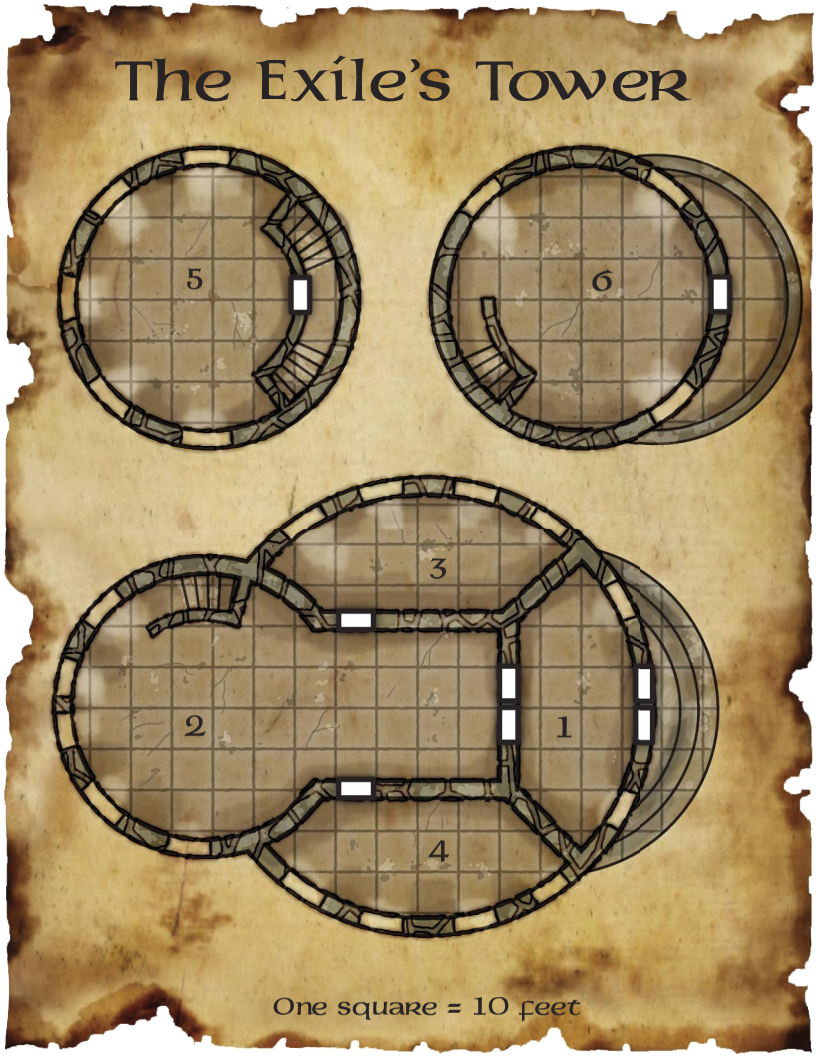

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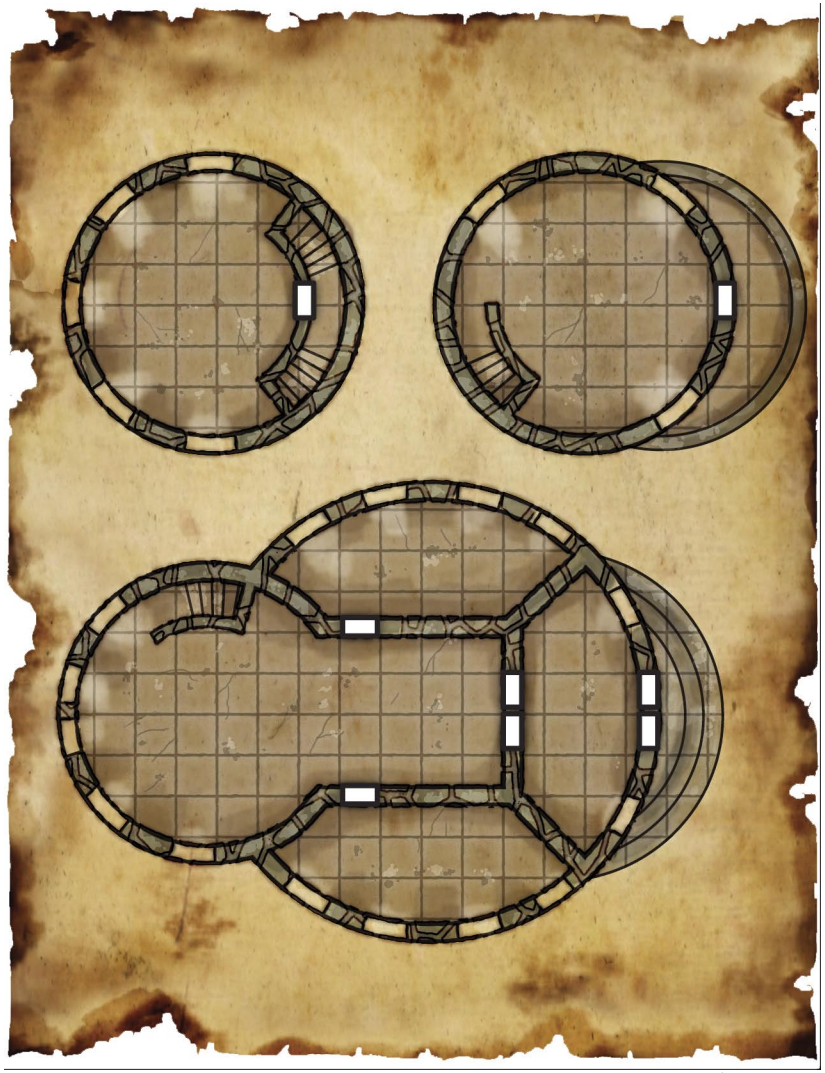

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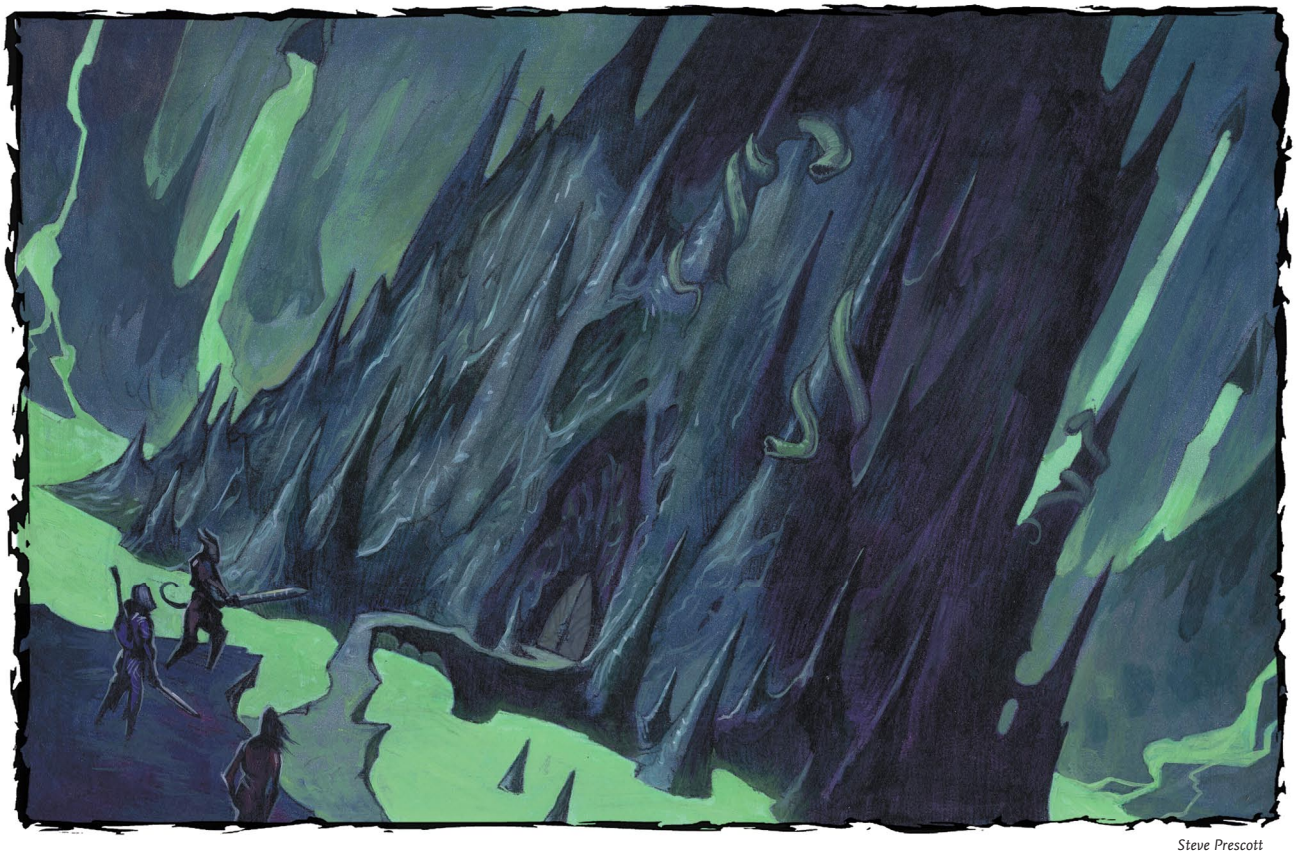

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Venk and Zyrith

Eva Widermann

Balakarde's Ghost

Eva Widermann

Thessalar

Eva Widermann

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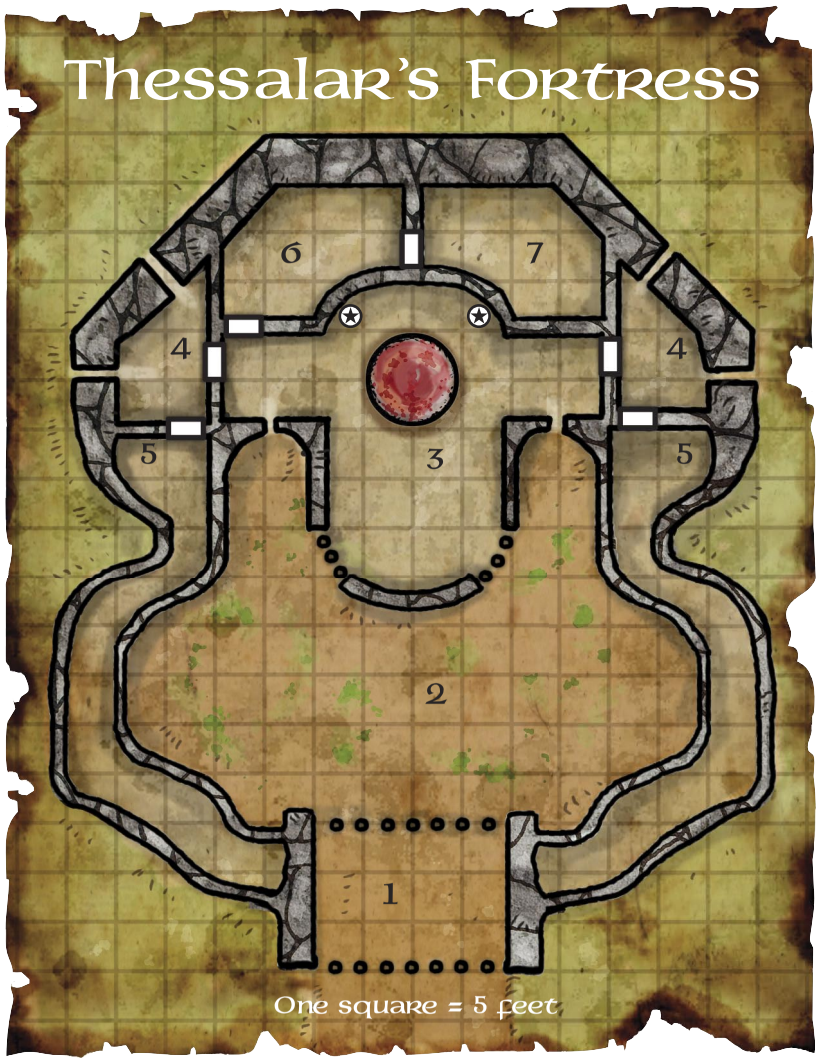

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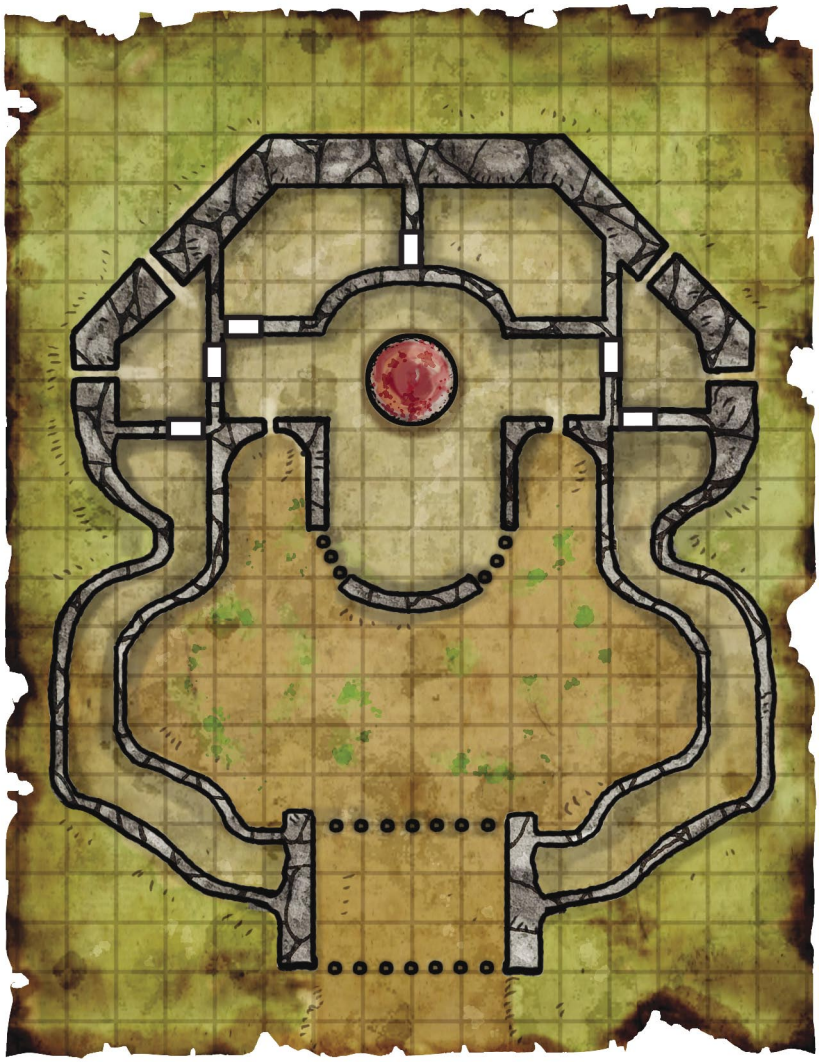

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Mahuudril's Other Face

Eva Widermann

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WANDERING MONSTERS IN THE WORMCRAWL FISSURE

by James Jacobs

If your PCs spend a fair amount of time exploring the Wormcrawl Fissure, feel free to liven up their travels by rolling on (or simply picking from) the following table.

Encounters with Kyuss chimeras, nightcrawlers, mindkiller scorpions, and earthcancer centipedes are simply that—chance encounters with some of the more dangerous denizens of the region. In many cases, the PCs should be able to avoid these encounters if they wish, using flight or teleportation to escape—these monsters generally don't pursue fleeing characters for long before returning to their wandering.

Ciruja Tree: The Wormcrawl Fissure heights are plagued with small but dangerous ciruja plants, tainted growths that feed on living creatures by supernaturally aging them and consuming the energies released. In the depths, some of these plants have grown to enormous size, becoming ciruja trees. These enormous plants consist of a slowly moving mass of thick fern-like fronds and tangled roots arrayed around an 80-foot-tall trunk capped by a strange, almost fleshy yellow and orange flower. Only three ciruja trees currently exist in the Wormcrawl Fissure, and they slowly wander the canyon bed in search of sustenance.

CIRUJA TREE CR 15

Advanced ciruja plant
N Colossal plant
Dragon Compendium 184
Init –1; **Senses** low-light vision, tremorsense 60 ft.; Listen –3, Spot –3

AC 15, touch 1, flat-footed 15 (–8 size, –1 Dex, +14 natural)
hp 675 (30 HD)
Immune plant traits
Fort +35, **Ref** +8, **Will** +6

Spd 5 ft., climb 5 ft.
Melee 2 fronds +29 (3d6+10)
Ranged spheroid +13 touch (poison gas)
Space 30 ft.; **Reach** 30 ft.
Base Atk +22; **Grp** +58
Special Actions aging

Abilities Str 50, Dex 8, Con 46, Int —, Wis 5, Cha 3
SQ plant traits

Aging (Su) The ciruja tree's roots automatically infest any helpless creature within reach; this does not require an action on the tree's part. The roots infest a creature in one round, plus one additional round for each point of natural or armor bonus to Armor Class possessed by the helpless creature. Once the roots are fully attached, the ciruja tree feeds on the creature's youth. The victim ages 1d10 years each round that passes. This has no positive benefits for the victim, and a creature that might grow more powerful with age does not benefit as if it had lived those years. Once the victim reaches maximum age, it dies. A *restoration* spell removes 1d10 years of unnatural aging, while *greater restoration*, *miracle*, and *wish* can remove all unnatural aging from a creature.

Poison Gas (Ex) A ciruja tree's primary attack is to fire a small spheroid from its central stalk (its fronds are always secondary attacks). The spheroid has a range increment of 30 feet. When this spheroid strikes a solid object, it explodes in a 30-foot-radius spread of pale yellow gas. Living creatures in this area must make a DC 43 Fortitude save or be paralyzed for 3d6 minutes. A ciruja tree effectively has two dozen spheroids available to launch at a time, regrowing expended spheroids in 24 hours. It's possible to harvest these spheroids for use as Large grenade-like weapons with a successful DC 45 Disable Device check. Harvested spheroids remain potent for 6 hours. The save DC is Constitution-based.

Wormcrawl Depths Encounters

d% Roll	Encounter	EL	Source
01–05	Wormdrake	20	See below
06–10	Venk and Zyrith	20	See below
11–15	Zulshyn	20	See below
16–25	Dark Pilgrimage	19	See below
26–35	Nightcrawler	18	*Monster Manual* 195
36–40	1 mindkiller scorpion	18	*Dungeon* #134
41–50	2d4 earthcancer centipedes	18	*Dungeon* #134
51–60	1d4 Kyuss chimeras	17	*Dungeon* #134
61–70	1d6 ur-nerephtyses	17	See below
71–85	Ciruja Tree	15	See below
86–100	Undead Legion	—	See below

Dark Pilgrimage: Kyuss' favored minions among the living are the wormlike avolakia, sinister shapechangers who infiltrate other societies to spread the Wormgod's will and who have a disturbing taste for undead flesh. The Tabernacle of Worms is the foundation of avolakia faith, and many of their clerics make the pilgrimage to this location to pay their respects. This encounter is with three avolakia priests, each of which makes the journey riding atop an immense Kyuss worm known as an overworm. The avolakia clerics have no particular skill at riding, so if combat breaks out their first actions are to cast *air walk* and then dismount. They fight intruders to the death (seeing this as a test sent to them by the Wormgod), commanding their overworms to engage in melee while they provide ranged support with their spells.

Avolakia Priests (3): hp 170 each; see *Dungeon* #134.

Overworms (3): hp 250 each; see *Dungeon* #134.

Undead Legion: Vast numbers of lesser undead (skeletons, zombies, spawn of Kyuss, and wights in particular) prowl the depths of the Wormcrawl. Groups of these undead with no other standing commands tend to gather in large flocks and then wander the canyon's expanse aimlessly. Individually, these mobs of undead are insignificant threats, and even in large groups a high level party should have no problem avoiding or handling them. Use these encounters to enforce the feel of the canyon being a place not for the living; if you want to resolve encounters with these undead mobs via combat, the simplest solution is to use the rules for mobs found on pages 59–61 of the *Dungeon Master's Guide II*.

Ur-nerephtys: The ur-nerephtyses that dwell in the Wormcrawl Depths are advanced versions of strange, amorphous creatures from the Elemental Plane of Earth. Lesser, more common versions of these creatures dwell in other regions nearby, but those that dwell on the fissure floor are quite dangerous and immense. An ur-nerephtys looks like several partially-melted candles made of stone twisted together in a writhing braid. At one end of this snake-like mass is a huge maw filled with needle-sharp teeth and a pair of malevolent eyes. These creatures feed on corporeal undead, but won't hesitate to attempt to feed on the living if the opportunity presents itself.

UR-NEREPHTYS CR 14

Advanced nerephtys
N Huge elemental (earth)
Dragon #276
Init +3; **Senses** darkvision 60 ft.; Listen +11, Spot +12

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Languages Terran

AC 17, touch 7, flat-footed 17 (–2 size, –1 Dex, +10 natural)
hp 261 (18 HD); **DR** 10/—
Immune elemental traits
SR 28
Fort +23, **Ref** +5, **Will** +7

Spd 10 ft.
Melee* bite +20 (4d8+29 plus improved grab and ability drain)
Space 15 ft.; **Reach** 15 ft.
Base Atk +13; **Grp** +34
Atk Options ability drain, earth mastery, improved grab, Cleave, Power Attack
*5-point Power Attack

Abilities Str 36, Dex 9, Con 30, Int 10, Wis 12, Cha 10
SQ crystallization, crystallizing oil
Feats Cleave, Great Fortitude, Improved Critical (bite), Improved Natural Attack (bite), Improved Initiative , Power Attack, Weapon Focus (bite)
Skills Hide +12, Listen +11, Spot +12

Ability Drain (Su) An ur-nerephtys inflicts 1d4 points of Strength and 1d4 points of Constitution damage per round every time it makes a successful Grapple check against a foe as it extracts all the minerals from the victim's body.

Crystallization (Su) An ur-nerephtys can harden its body to the consistency of magically hardened rock as a free action at will. A petrified ur-nerephtys has Hardness 15, but it cannot move or attack. Assuming its normal form takes a standard action.

Crystallizing Oil (Su) The nucleus of a slain ur-nerephtys, if harvested, yields 1d4 doses of oil that duplicates the effects of *stone salve*.

Earth Mastery (Ex) An ur-nerephtys gains a +1 bonus on attacks and damage rolls if both it and its foe are on the ground. If it or its foe is airborne or waterborne, the ur-nerephtys suffers a –4 penalty on attacks and damage.

Improved Grab (Ex) To use this ability, the ur-nerephtys must hit with its bite attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity. If it establishes a hold, its hollow teeth fuse with the victim's body and it drains Strength and Constitution. Escape Artist cannot be used to escape from the ur-nerephtys in this case. A successful grapple check allows escape, but deals 2d8 points of damage as the creature's teeth tear away.

Venk and Zyrith: Venk and Zyrith dwell within the Tabernacle of Worms, but the derro and wyvern often spend time exploring or patrolling the Wormcrawl. If they spot the PCs, they confront them. Venk quickly realizes who they are (unless the PCs have taken pains to disguise themselves) and warns them to leave the Fissure, indicating that Dragotha knows who they are and what they want and looks forward to the chance to ruin them. She doesn't attack at this point—if she's attacked, she does her best to escape back to the Tabernacle of Worms, fighting only if forced to do so.

Venk: hp 225; see *Dungeon* #134.

Zyrith: hp 250; see *Dungeon* #134.

Wormdrake: The wormdrakes are Dragotha's greatest contribution to the Wormgod's armies. So far, only six of these terrible dragons have survived the process of creation. One dwells within the Tabernacle of Worms, but the other five are free to travel. If a wormdrake encounters the PCs while patrolling the Fissure, it engages the party until brought below 100 hit points, at which point it flees to recover and report to Dragotha.

Wormdrake: hp 377; see *Dungeon* #134.

Zulshyn: The exiled lillend Zulshyn is one of the few possible allies the PCs encounter in the Wormcrawl Fissure. She periodically leaves her home to explore the Wormcrawl Fissure, as she finds the place suits her morbid temperament. If she encounters the PCs, she quickly realizes they're out of place here unless they've taken pains to disguise themselves (in which case she avoids them). She contacts the PCs from afar, asking who they are and what their purpose is in visiting the Fissure. Her initial attitude is indifferent—if made friendly or helpful she invites the PCs back to her tower for a more comfortable discussion. If, on the other hand, the PCs react with violence, she simply teleports home to avoid a confrontation.

Zulshyn: hp 217; see *Dungeon* #134.

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RUNNING "INTO THE WORMCRAWL FISSURE" IN THE FORGOTTEN REALMS

by Eric L. Boyd

Conversion notes for Mintarn (Alhaster) and Skull Gorge (Rift Canyon and Wormcrawl Fissure) have already been mentioned in conversion sidebars for earlier adventures in the adventure path.

Wormcrawl Fissure

As Skull Gorge is somewhat smaller than its unconverted counterpart (Rift Canyon), a fissure the size of the Wormcrawl would be well-known in western Faerûn and significantly alter maps of the gorge. Consider instead making the Wormcrawl Fissure a massive underground chasm that branches off the Skull Gorge and descends into the depths. In this case, the lack of light is due to the canopy of rock far above, rather than the ever-present cloud cover. If however, you prefer that the Realms version of Wormcrawl Fissure be open to the surface, that works just as well.

Consider adding one or more scouting parties from the Crypt of the Arisen Army, Velsharoon's hidden temple located in a large cavern along the Skull Gorge, as described the previous Realms conversion. Like Velsharoon before them, the necrophants of Velsharoon are intrigued by the unique forms of undead haunting the Wormcrawl Fissure, wholly unaware that until recently it was home to an imprisoned god who might one day rival their own. Also consider adding one or more scouting parties from the Well of Dragons (detailed in *Lords of Darkness* and updated in the upcoming *Dragons of Faerûn*). The Dragonwell cell is intrigued by reports of a heretofore unknown dracolich lairing in the Wormcrawl Fissure. Foolish PCs might waste their strength fighting one or the other group. Clever groups might forge an alliance of convenience against the followers of the Wormgod.

Zulshyn

Zulshyn's possessions include a *quiver of Mielikki* (*quiver of Ehlonna*) and three forked metal rods (foci for *plane shift* linked to the Gates of the Moon, Heliopolis, and the Abyss).

Thessalar

Note that Thessalar is already considered part of the Realmslore canon, albeit an obscure branch. If you're curious, see the write-up of the Thessalmonster in the 2nd edition *Monstrous Compendium Volume 3*.

Dragotha's Hoard

The drinking horn can be identified as having belonged to the legendary Uthgar (King Becksor of the Red Glacier), father of the Uthgardt barbarians (Frost Barbarians) who later ascended to godhood.

The scandalous dress is woven into patterns of the symbol of Mystryl (Wee Jas), an early incarnation of Mystra.

The eight-pointed star can be found in the buried dungeons of Hellgate Keep (Maure Castle).

The wooden coffer contains three matching *talismans of Azuth* (*talismans of Zagy*).

In addition to the treasures specified in the module, Dragotha's hoard contains the infamous *Crown of Horns* (detailed in *Magic of Faerûn*, page 171). This artifact contributes to the signs of the Wormgod's release in the next adventure.

RUNNING "INTO THE WORMCRAWL FISSURE" IN EBERRON

by Keith Baker

The Wormgod—the terrible entity formed by the merging of the mighty wizard Kyuss and the fiendish Overlord Katashka—awaits release. His minions are gathering their power, and the Age of Worms will soon begin. By now, the adventurers are deeply enmeshed in the events of the Age of Worms, and few adjustments need to be made to fit the adventure into Eberron.

The Fissure

If you have followed the path suggested in previous conversion notes, the Goradra Gap of the Mror Holds has taken the place of the Rift Canyon. The Wormcrawl Fissure is one of the deepest chasms in the Gap, and is a place long shunned by the dwarves; it takes its name from a legend in which the progenitor dragon Khyber tried unsuccessfully to rise up and escape the bonds of Eberron.

The kobolds of the Wormcrawl Fissure belong to the irvhir culture, and trace their lineage to Khyber. The tribal elders believed that Brazzemal was sent to lead them by Khyber himself.

The Exiled Artist

Lillends are natives of the plane of Thelanis, and the Infinite Staircase is a place where fey rulers meet to discuss their own affairs and do business with the lords of other planes. Zulshyn disrupted a crucial gathering with her actions, and as a result was exiled from Thelanis and driven into Eberron. Prior to being banished, Zulshyn spent a great deal of time with the Greensingers who visited the Infinite Staircase, and she retains a certain affection for these mortals. Druids, rangers, or bards aligned with the Greensinger sect receive a +2 to Diplomacy or Sense Motive checks involving Zulshyn.

The Spurned Lich

The lich Thessalar is one of the few surviving members of the wizard's cabal known as the Closed Circle (*Sharn: City of Towers* 146). Along with his allies, Thessalar is studying the fleshwarping magic of the daelkyr, and he uses this knowledge to create his monstrosities. When the magi of Galifar allied against the Closed Circle, Thessalar escaped, cheating death by transforming himself into a lich and going into hiding. While few of the monsters he claims as his own are truly his creations, his thessalmonsters are certainly worthy of infamy.

DMs who wish to use a more iconic Eberron figure could choose to replace Thessalar with Mordain the Fleshweaver, who is known in the modern age as a shaper of monsters. However, the Goradra Gap is far from Mordain's tower in Droaam; perhaps he has established a secondary keep in the Gap to investigate the Kyuss worms. While Mordain is not described as a lich in the *Eberron Campaign Setting*, there is no reason that it cannot be so.

Venk

The derro are not well-established in Eberron, but Khyber holds many mysteries. The derro may be the twisted remnants of the dwarves of Noldrunhold (*Eberron Campaign Setting* 193) or inhabitants of a lost underground city predating Mror civilization.

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The Writhing Sanctum

The ziggurat that bound Kyuss is the same artifact originally created to hold the Overlord Katashka. It is a single massive Khyber dragonshard, now riddled with worms. The shard is immune to physical damage; the worms have been working at it for a hundred thousand years. See page 70 of *Dragon* #337 for more information about Katashka.

Dragotha's Treasure

A few items in Dragotha's hoard need to be adapted to Eberron:

King Becksor was a fabled high king of the Seren Barbarians, said to be the son of the Dragon of War. The horn is priceless to the Serens.

The bard Tvash-Prull was a legendary Greensinger, and may yet live in Thelanis.

The robe with Wee Jas's symbol is instead emblazoned with the harpy emblem of the Fury; it is a remnant of a Sarlonan kingdom, in which the Fury was revered as a source of passion and inspiration.

WORMFOOD'S "GATING IN THE HEAVY HITTERS" IN EBERRON

by Keith Baker

The Wormfood article in *Dragon* #343 includes a number of colorful planar allies that PCs can call on in the battle against Kyuss. However, the cosmology of Eberron is quite different from the Great Wheel. Where do these beings come from? Here are a few brief ideas; DMs should expand on these basic concepts. Bear in mind that, while many of these creatures are good, they are bound by constraints mortals cannot understand. Xitomat may despise Katashka, but he must still go through the process of the bargain before he can interfere.

Barabog

The titans claim to be the progenitor race of giants, who fought alongside the Dragons in the Age of Demons. Barabog left Eberron long ago to reside in Thelanis, where he wanders the faerie court in search of joy and adventure.

Furnace Master Gendinom

This efreet is a potentate of one of the largest principalities of Fernia.

Selaufe

This celestial dragon claims to have a blood tie to the great progenitor Siberys, though such a thing is difficult to imagine. Her desert realm is located in the plane of Lammania.

Syranus

While angels typically emanate from the Azure Sky, the solar Syranus is an embodiment of Irian, the Eternal Day. The Deathguard of Aerenal has allied with Syranus in the past, and the angel may have played a role in the destruction of the line of Vol.

Walkyrie

The zelekhut hails from the plane of Daavni, and unless summoned, he rarely visits Eberron. His duties last brought him to the material plane 239 years ago, in pursuit of the radiant idol Xurakhan.

Xitomat

The couatl fought the Overlords in the Age of Demons, and Xitomat was one of the greatest warriors of his people. His monastery exists in an extradimensional space not directly bound to any of the thirteen planes; Xitomat claims that it is within the Silver Flame itself, and it is up to the DM to decide the truth of this. Within his home, Xitomat is attended by shulassakar, a feathered subspecies of the yuan-ti dedicated to the Silver Flame and the cause of good.

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WORMFOOD'S "GATING IN THE HEAVY HITTERS" IN THE FORGOTTEN REALMS

by Eric L. Boyd

The six "heavy hitters" detailed in the Wormfood column in *Dragon* #343 can all be used in the Realms version of the campaign. However, the plane of origin for each is modified as follows:

NPC	Plane	(Realm)
Barabog	Jotunheim	(Hidden Realm)
Furnace Master	Gendinom	Elemental Plane of Fire (City of Brass)
Selauafe	Dragon	Eyrie
Syranus	House of Nature	(Morninglory)
Walkyrie XVII	Dweomerheart	(often found on other planes)
Xitomat	The House of the Triad	(Martyrdom)

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